

1/21/2014 14:33:40 From: T: 8506176381

Division of Corporations

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Florida Department of State  
Division of Corporations  
Electronic Filing Cover Sheet

**Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.**

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To: Division of Corporations  
Fax Number : (850)617-6381

From: Account Name : C T CORPORATION SYSTEM  
Account Number : FCA000000023  
Phone : (850)222-1092  
Fax Number : (850)878-5368

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**\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\***

Email Address: \_\_\_\_\_

**FOREIGN PROFIT/NONPROFIT CORPORATION  
NORTH AMERICAN MEMBERSHIP GROUP INC.**

Certificate of Status	0
Certified Copy	0
Page Count	06
Estimated Charge	\$70.00

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Corporate Filing Menu

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MD 1/22

### COVER LETTER

**TO:** New Filing Section  
Division of Corporations

**SUBJECT:** North American Membership Group Inc.  
Name of corporation - must include suffix

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," or "Certificate of Good Standing" and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Kathy Boldon

Name of Person

North American Membership Group, Inc.

Firm/Company

12301 Whitewater Drive

Address

Minnetonka, MN 55343-9447

City/State and Zip code

kboldon@namginc.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Kathy Boldon

Name of Person

at ( 952 ) 352-7507

Area Code & Daytime Telephone Number

**STREET/COURIER ADDRESS:**

New Filing Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**MAILING ADDRESS:**

New Filing Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- ☐ \$70.00 Filing Fee    ☐ \$78.75 Filing Fee & Certificate of Status    ☐ \$78.75 Filing Fee & Certified Copy    ☐ \$87.50 Filing Fee, Certificate of Status & Certified Copy

# **APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

**IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO  
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.**

**1. North American Membership Group Inc.**

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"  
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

**2. Delaware**

(State or country under the law of which it is incorporated)

**3. 41-1951936**

(FEI number, if applicable)

**4. 10/04/1999**

(Date of incorporation)

**5. Perpetual**

(Duration: Year corp. will cease to exist or "perpetual")

**6. 11/15/2013**

(Date first transacted business in Florida, if prior to registration)  
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

**7. 12301 Whitewater Drive, Minnetonka, MN 55343**

(Principal office address)

same

(Current mailing address)

**8. Digital Content Development**

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

**9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)**

Name: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida 33324  
(City) (Zip code)

**10. Registered agent's acceptance:**

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

C T Corporation System

By: Jeanne Nelson

(Registered agent's signature)

**Jeanne Nelson**

**Assistant Secretary**

**11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.**

12. Names and business addresses of officers and/or directors:

A. DIRECTORS *SEE ATTACHMENT*

Chairman: Mayo Shuntz

Address: 75 Rockefeller Plaza, 23rd Floor  
New York, NY 10019

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: Robert Pittman

Address: 75 Rockefeller Plaza, 23rd Floor  
New York, NY 10019

Director: Paul McNicol

Address: 75 Rockefeller Plaza, 23rd Floor  
New York, NY 10019

B. OFFICERS *SEE ATTACHMENT*

President: Steven Rindner

Address: 358 Fifth Avenue  
New York, NY 10001

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_

Secretary: Paul McNicol

Address: 75 Rockefeller Plaza, 23rd Floor, New York, NY 10019

Treasurer: Andrew Russell

Address: 75 Rockefeller Plaza, 23rd Floor, New York, NY 10019

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Steven Rindner

Signature of Director or Officer

The officer or director signing this document (and who is listed in number 12 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

14. Steven Rindner, President

(Typed or printed name and capacity of person signing application)

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FLORIDA

**Attachment to Florida  
Officers & Directors**

- 1    **Full Name:** Cheryl Aarsvold  
      **Officer/Director:** Officer  
      **Officer's Title:** Controller  
      **Director's Title:**  
      **Business Address:** 12301 Whitewater Drive  
      **City:** Minnetonka  
      **State:** MN  
      **ZIP Code:** 55343
- 2    **Full Name:** Andrew Russell  
      **Officer/Director:** Officer, Director  
      **Officer's Title:** Treasurer  
      **Director's Title:** Other Director  
      **Business Address:** 75 Rockefeller Plaza, 23rd Floor  
      **City:** New York  
      **State:** NY  
      **ZIP Code:** 10019
- 3    **Full Name:** Steven Cutler  
      **Officer/Director:** Director  
      **Officer's Title:**  
      **Director's Title:** Other Director  
      **Business Address:** 75 Rockefeller Plaza, 23rd Floor  
      **City:** New York  
      **State:** NY  
      **ZIP Code:** 10019

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# Delaware

*The First State*

PAGE 1

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STATE OF DELAWARE  
OFFICE OF THE SECRETARY OF STATE

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "NORTH AMERICAN MEMBERSHIP GROUP INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SEVENTEENTH DAY OF JANUARY, A.D. 2014.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

3105294 8300

140063157

You may verify this certificate online  
at [corp.delaware.gov/authvar.shtml](http://corp.delaware.gov/authvar.shtml)



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 1069734

DATE: 01-17-14