

F21000006296

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

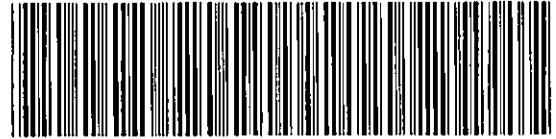
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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2021 NOV -1 AM 11:46

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21 NOV -1 PM 2:16

T. LEMIEUX

NOV - 2 2021

CORPORATION SERVICE COMPANY
1201 Hays Street
Tallahassee, FL 32301
Phone: 850-558-1500

ACCOUNT NO. : I20000000195

REFERENCE : 734919 8316806

AUTHORIZATION :

COST LIMIT : \$70.00

ORDER DATE : March 29, 2021

ORDER TIME : 9:02 AM

ORDER NO. : 734919-030

CUSTOMER NO: 8316806

FOREIGN FILINGS

NAME: REUP EDUCATION, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Alexxis Weiland -- EXT# 61592

EXAMINER: _____

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: ReUp Education, 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:

Name of Person

Firm/Company

Address

City/State and Zip code

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

For further information concerning this matter, please call:

Name of Person at (_____) _____
Area Code Daytime Telephone Number

STREET/COURIER ADDRESS:

Registration Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

MAILING ADDRESS:

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

Enclosed is a check for the following amount:

Please make check payable to: **FLORIDA DEPARTMENT OF STATE**

- | | | | |
|---|--|---|---|
| <input type="checkbox"/> \$70.00 Filing Fee | <input type="checkbox"/> \$78.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$78.75 Filing Fee &
Certified Copy | <input type="checkbox"/> \$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. ReUp Education, 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 3. 47-4004428
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 05/04/2015 5. _____
(Date of incorporation) (Date of duration, if other than perpetual)
6. 07/01/2019
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)
- 9901 Brodie Lane, Suite 160 #229, Austin, TX 78748
7. _____
(Principal office street address)
- _____
(Current mailing address, if different)
8. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)
- Name: Corporation Service Company
- Office Address: 1201 Hays Street
Tallahassee, Florida 32301
(City) (Zip code)

9. 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.

Corporation Service Company

By: Alexis Weibnd, assistant vice president

(Registered agent's signature)

10. 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.

11. For initial indexing purposes, list names, titles and addresses of the primary officers and/or directors [up to six (6) total]:

A. DIRECTORS

☐ Chairman Name: Shoshana Vernick
☐ Vice Chairman Address: 401 N. Michigan Ave, #3300,
☒ Director Chicago IL 60611
☐ President _____
☐ Vice President _____
☐ Secretary ☐ Treasurer
☐ Other _____ ☐ Other _____

☐ Chairman Name: Jeff Keith
☐ Vice Chairman Address: 401 N. Michigan Ave #3300,
☒ Director Chicago, IL 60611
☐ President _____
☐ Vice President _____
☐ Secretary ☐ Treasurer
☐ Other _____ ☐ Other _____


☐ Chairman Name: Nick Hammerschlag
☐ Vice Chairman Address: 192 Lexington Ave, 15th Fl,
☒ Director New York, NY 10016
☐ President _____
☐ Vice President _____
☐ Secretary ☐ Treasurer
☐ Other _____ ☐ Other _____

☐ Chairman Name: Patrick Vogt
☐ Vice Chairman Address: 301 Camp Craft rd, Ste. 200,
☒ Director Austin, TX 78746-6501
☐ President _____
☐ Vice President _____
☐ Secretary ☐ Treasurer
☐ Other _____ ☐ Other _____

☐ Chairman Name: John Nester,
☐ Vice Chairman Address: 400 Old Locke Ln,
☒ Director Richmond, VA 23226
☐ President _____
☐ Vice President _____
☐ Secretary ☐ Treasurer
☐ Other _____ ☐ Other _____

☐ Chairman Name: Alan Diaz
☐ Vice Chairman Address: 3002 Al Seef Tower, Al Naseem Street,
☐ Director Dubai Marina, Dubai, UAE
☐ President _____
☐ Vice President _____
☐ Secretary ☐ Treasurer
☐ Other _____ ☐ Other _____

Important Notice: Use an attachment to report more than six (6). The attachment will be imaged for reporting purposes only. Non-indexed individuals may be added to the index when filing your Florida Department of State Annual Report form.

12. 
Signature of Director or Officer

The officer or director signing this document (and who is listed in number 11 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.

13. Anne Kubek, Chief Operating Officer
(Typed or printed name and capacity of person signing application)

List of Officers and Directors of ReUp Education

Officers:

Terah Crews

Chief Executive Officer

Business Address: 9901 Brodie Lane, Suite 160, #229, Austin TX 78748 United States

Home Address: 3203 Oakmont Blvd, Austin TX 78703

Anne Kubek

Chief Operating Officer, ReUp Education,

Board Secretary (as of 5/7/2020)

Business Address: 9901 Brodie Lane, Suite 160, #229, Austin TX 78748 United States

Home Address: 3 Beryl Ln, San Rafael CA 94901

Sarah Horn

Chief Impact Officer, ReUp Education,

Business Address: 9901 Brodie Lane, Suite 160, #229, Austin TX 78748 United States

Home Address: 2260 Scottwood Avenue, Toledo OH 43620

Board Role:

Tahsin Fathaula

Head of Finance, ReUp Education Board Treasurer (as of 5/7/2020)

Business/Home Address: 13822 Dunhurst Lane, Houston, TX 77047

Board of Directors

Shoshana Vernick - Chair since August 2021; Chair People Committee

Business Address: 401 N. Michigan Ave, #3300, Chicago IL 60611

Terah Crews

Chief Executive Officer

Business Address: 9901 Brodie Lane, Suite 160, #229, Austin TX 78748 United States

Jeff Keith

Board Member, Chair Audit Committee

Business Address: 401 N. Michigan Ave #3300, Chicago, IL 60611

Alan Diaz

Board Member, Audit Committee

Business Address: 3002 Al Seef Tower, Al Naseem Street, Dubai Marina, Dubai, UAE

Nick Hammerschlag

Board Member, Audit Committee

Business Address: % Jeff Popper, Popper & Company, LLP, CPA's, 192 Lexington Avenue, 15th Floor, New York, NY 10016

John Nester.

Board Member, People Committee

Business Address: 400 Old Locke Ln, Richmond, VA 23226

Patrick Vogt

Board Member, People Committee

Business Address: 301 Camp Craft rd, Ste. 200, Austin, TX 78746-6501

Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "REUP EDUCATION, 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 TWENTIETH DAY OF OCTOBER, A.D. 2021.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "REUP EDUCATION, INC." WAS INCORPORATED ON THE FOURTH DAY OF MAY, A.D. 2015.

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



5740390 8300

SR# 20213570211

You may verify this certificate online at corp.delaware.gov/authver.shtml

A handwritten signature in black ink, appearing to read "JBULLOCK", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed.

Authentication: 204467491

Date: 10-20-21