

F220000001022

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

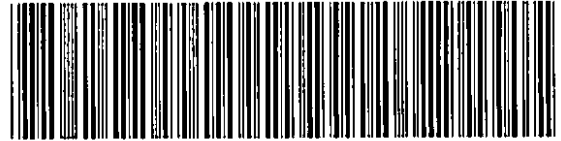
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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Office Use Only



300384201853

2022 APR -1 AM 11:26

ALLAHASSEE, FL

RECEIVED

2022 APR -1 AM 11:03

CLERK OF STATE  
ALLAHASSEE, FL

FILED

NAME  
CHG

APR 04 2022

1 ALBRITTON

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

ACCOUNT NO. : I20000000195

REFERENCE : 573681 7775081

AUTHORIZATION :



COST LIMIT : \$ 35.00'

-----  
ORDER DATE : March 26, 2022

ORDER TIME : 9:27 AM

ORDER NO. : 573681-085

CUSTOMER NO: 7775081  
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FOREIGN FILINGS

NAME: WELL MERGER HOLDCO INC.


XX CORPORATE  
       LIMITED PARTNERSHIP  
       LIMITED LIABILITY COMPANY

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX        PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Eyliena Baker -- EXT#

EXAMINER: 

**COVER LETTER**

**TO:** Amendment Section Division of Corporations

**SUBJECT:** WELL Merger Holdco Inc.

\_\_\_\_\_  
Name of Corporation

**DOCUMENT NUMBER:** F22000001022

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

\_\_\_\_\_  
Name of Contact 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 Contact Person

at (\_\_\_\_\_) \_\_\_\_\_  
Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:

☐ \$35 Filing Fee

☐ \$43.75 Filing Fee &  
Certificate of Status

☐ \$43.75 Filing Fee &  
Certified Copy

☐ \$52.50 Filing Fee,  
Certificate of Status &  
Certified Copy

**Mailing Address:**

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

**Street Address:**

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

**PROFIT CORPORATION**  
**APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO APPLICATION FOR**  
**AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**  
(Pursuant to s. 607.1504, F.S.)

**SECTION I**  
**(1-3 MUST BE COMPLETED)**

F22000001022

(Document number of corporation (if known))

WELL Merger Holdco Inc.

(Name of corporation as it appears on the records of the Department of State)

Delaware

(Incorporated under laws of)

、02/18/2022

(Date authorized to do business in Florida)

**SECTION II**  
**(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)**

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? 04/01/2022

Welltower Inc.

(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

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

6. If the amendment changes the period of duration, indicate new period of duration.

(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

(New jurisdiction)

8. If the amendment changes the jurisdiction of organization, indicate new jurisdiction:

9. If the amendment changes person, title or capacity in accordance with 607.1504 (4), indicate that change:

<u>Title/ Capacity</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
	See Attached		<input type="checkbox"/> Add
			<input type="checkbox"/> Remove
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove
			<input type="checkbox"/> Add
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			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove

10. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.

DocuSigned by:  
*Mary Ellen Pisanelli*  
A3FBD9C6-50F8-40A1-BBEF-CDD423B331E4

(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Mary Ellen Pisanelli  
(Typed or printed name of person signing)

Vice President  
(Title of person signing)

FILING FEE \$35.00

**ATTACHMENT TO  
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO  
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

9. Officers:

**Remove**

Matthew McQueen     President, Director  
4500 Dorr Street, Toledo, OH 43615

Mary Ellen Pisanelli   Vice President, Secretary, Treasurer  
4500 Dorr Street, Toledo, OH 43615

**Add**

Shankh Mitra             Chief Executive Officer & Chief Investment Officer  
4500 Dorr Street, Toledo, OH 43615

Timothy McHugh        Executive Vice President – Chief Financial Officer  
4500 Dorr Street, Toledo, OH 43615

John Burkart             Executive Vice President – Chief Operating Officer  
4500 Dorr Street, Toledo, OH 43615

Matthew McQueen       Executive Vice President – General Counsel & Corporate Secretary  
4500 Dorr Street, Toledo, OH 43615

Mary Ellen Pisanelli    Senior Vice President – Legal & Administration  
4500 Dorr Street, Toledo, OH 43615

Kenneth J. Bacon        Director  
4500 Dorr Street, Toledo, OH 43615

Karen B. DeSalvo        Director  
4500 Dorr Street, Toledo, OH 43615

Jeffrey H. Donahue      Director  
4500 Dorr Street, Toledo, OH 43615

Philip Hawkins           Director  
4500 Dorr Street, Toledo, OH 43615

Dennis Lopez            Director  
4500 Dorr Street, Toledo, OH 43615

Shankh Mitra      Director  
4500 Dorr Street, Toledo, OH 43615

Ade J. Patton      Director  
4500 Dorr Street, Toledo, OH 43615

Diana W. Reid      Director  
4500 Dorr Street, Toledo, OH 43615

Sergio D. Rivera      Director  
4500 Dorr Street, Toledo, OH 43615

Johnese M. Spisso      Director  
4500 Dorr Street, Toledo, OH 43615

Kathryn M. Sullivan      Director  
4500 Dorr Street, Toledo, OH 43615

# Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "WELL MERGER HOLDCO INC.", FILED A RESTATED CERTIFICATE, CHANGING ITS NAME TO "WELLTOWER INC." ON THE THIRTY-FIRST DAY OF MARCH, A.D. 2022, AT 10 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID RESTATED CERTIFICATE IS THE FIRST DAY OF APRIL, A.D. 2022 AT 12:01 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.



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

6620888 8320  
SR# 20221266377

Authentication: 203069256  
Date: 04-01-22

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