

CORPORATION
SERVICES, INC.
1201 HAYS STREET
TALLAHASSEE, FL 32310
904-222-9177
904-222-0141 FAX

CSC networks

MAIL TO:
P.O. BOX 58211
TALLAHASSEE, FL 32314

ACCOUNT NO. : 0721000000032

REFERENCE : 554825 4656A

AUTHORIZATION : *Patricia Pizito*

COST LIMIT : \$ 122.50

ORDER DATE : March 7, 1995

ORDER TIME : 3:31 PM

900001429709

ORDER NO. : 554825

095-5076

CUSTOMER NO: 4656A

CUSTOMER: Esther J. Forbes, Legal Asst
Greenberg Traurig Hoffman
22nd Floor
1221 Brickell Avenue
Miami, FL 33131-3238

FOREIGN FILINGS

NAME: ACHIEVERS UNLIMITED, INC.

☒ PROFIT
☐ NON-PROFIT

☒ CORPORATE
☐ LIMITED PARTNERSHIP

☒ QUALIFICATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY
☐ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Andrea Hamilton

RECEIVED
55 MAR -7 PM 4:13
DIVISION OF CORPORATION

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
55 MAR -8 AM 11:22

5/3/94



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

RESUBMIT

March 8, 1995

CIS

CAN WE STILL
GET THIS FILE -
DATE ???

SUBJECT: ACHIEVERS UNLIMITED, INC.
Ref. Number: W95000005076

RUSH WILL WAIT

We have received your document for ACHIEVERS UNLIMITED, INC. and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the CORPORATE SPECIALIST indicated.

A certificate of existence, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

The document must include original signatures.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6097.

Michael Mays
Corporate Specialist

Letter Number: 595A00010273

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

RESOLUTION OF BOARD OF DIRECTORS

I, the undersigned DOUGLAS G. MATTHEWS, do hereby certify that this Resolution of the Board of Directors of ACHIEVERS UNLIMITED, INC., a corporation organized and existing under the laws of the State of Delaware, was duly adopted on March 10, 1995.

RESOLVED, that Achievers Unlimited, Inc., organized and existing in the State of Delaware, hereby adopts the name Achievers Unlimited of Delaware, Inc. for use in Florida.

DIRECTOR:

Dated: 3/22/95


DOUGLAS G. MATTHEWS

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
55 MAR -8 AM 11:22

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

In compliance with §607.1503, FLORIDA STATUTES, the following is submitted to Register a FOREIGN CORPORATION TO TRANSACT BUSINESS in the State of Florida:

1. ACHIEVERS UNLIMITED, INC. d/b/a ACHIEVERS UNLIMITED OF DELAWARE, INC.
(Name of Corporation adding the word "INCORPORATED", "COMPANY" OR "CORPORATION" or words or abbreviations of like import in language, as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Delaware 3. 85-0342649
(State or Country under the law of which is incorporated) (F.E.I. Number, if applicable)

4. April 4, 1991 5. Perpetual
(Date of Incorporation) (Duration: Your corporation will cease to exist or "Perpetual")

6. Date of qualification in Florida
(Date first transacted business in Florida. (See §607.1501, 607.1502, and §617.155 F.S.))

7. (Principal): 1013 Centre Road, Wilmington, DE 19805

(Mailing): 1013 Centre Road, Wilmington, DE 19805
(Current Principal & Mailing Address; please include city, state & zip code)

8. Any lawful business
(Purpose(s) of corporation authorized in home State or Country to be carried out in the State of Florida.)

9. **NAME AND STREET ADDRESS OF FLORIDA REGISTERED AGENT:**

Name: Corporation Service Company
Office Address: 1201 Hays Street
Tallahassee, FLORIDA 32301
(Zip Code)

10. **REGISTERED AGENT'S ACCEPTANCE:** Having been named as the registered agent and to accept service of process for the above stated corporation at the place designated in this application, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all Statutes relative to the proper and complete performance of its duties, and it is familiar with and accepts the obligations of its position as registered agent.

CORPORATION SERVICE COMPANY

Karen B. Rozar (Signature) Date: March 8, 1995, 1995
Representative
Karen B. Rozar, as its agent

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

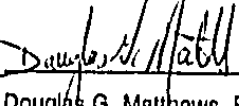
12. NAME OF DIRECTORS and/or OFFICERS:

A. DIRECTOR:

Director: Elizabeth D. Connelly
address: East Tower Suite 700, 777 S. Flagler Drive, West Palm Beach, FL 33401
Director: Gary Hanger
address: East Tower Suite 700, 777 S. Flagler Drive, West Palm Beach, FL 33401
Director: Douglas G. Matthews
address: East Tower Suite 700, 777 S. Flagler Drive, West Palm Beach, FL 33401

B. OFFICERS:

President: Douglas G. Matthews
Address: East Tower Suite 700, 777 S. Flagler Drive, West Palm Beach, FL 33401
Secretary: Elizabeth D. Connelly
Address: East Tower Suite 700, 777 S. Flagler Drive, West Palm Beach, FL 33401
Treasurer: Douglas G. Matthews
Address: East Tower Suite 700, 777 S. Flagler Drive, West Palm Beach, FL 33401

13.  DATE: February 1995
Douglas G. Matthews, President

14. Douglas G. Matthews

(Print or type name and office of person signing this application)

FILED
SECRETARY OF STATE
DIVISION OF RECORDS
25 MAR -8 AM 11:22

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ACHIEVERS UNLIMITED 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 EIGHTH DAY OF MARCH, A.D. 1995.

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATE AFFAIRS
95 MAR -8 AM 11:22



Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE:

225937 10300

7431986

950051820

03-08-95

F95000001429

(Requestor's Name)

(Address)

(City, State, Zip)

(Phone #)

OFFICE USE ONLY

600001502226
-05/31/95--01075--005
*****35.00 *****35.00

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☐ Walk in ☐ Pick up time _____

☐ Certified Copy

☐ Mail out ☐ Will wait ☐ Photocopy

☐ Certificate of Status

FILED
95 JUN 26 AM 10:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

OH
F95000001429
530.95
RNLW

Examiner's Initials

Florida Department of State, Jim Smith, Secretary of State

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT
OR BOTH FOR CORPORATIONS**

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Delaware submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1a. The name of the corporation is: ~~Achievers Unlimited, Inc.~~
Achievers Unlimited of Delaware

1b. The mailing address of the corporation is: East Tower, Suite 700,
777 South Flagler Drive, West Palm Beach, FL 33401

1c. Date of incorporation: April 4, 1991 Document number: 3012915

2. The name and address of the current registered agent and office: 795000001409
Corporation Service Company

1201 Hayes Street

Tallahassee, FL 32301

3. The name and address of the new registered agent and office: (P.O. Box Not Accepted)

Christine Harrison

East Tower, Suite 700

777 South Flagler Drive
West Palm Beach, FL 33401

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

[Signature]
(Signature of an officer, chairman or
vice chairman of the board)

John T. Metzger, Vice President

(Printed or typed name and title)

5/23/95

(Date)

Having been named as registered agent and to accept service of process for the above stated corporation, 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 obligation of my position as registered agent.

[Signature]
(Signature of Registered Agent)

5/23/95

(Date)



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 12, 1995

ACHIEVERS UNLIMITED
EAST TOWER, SUITE 700
777 SOUTH FLAGLER DRIVE
WEST PALM BEACH, FL 33401-6168

SUBJECT: ACHIEVERS UNLIMITED OF DELAWARE, INC.
Ref. Number: F95000001429

We have received your document for ACHIEVERS UNLIMITED OF DELAWARE, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please call in reference to your document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6916.

Carol Mustain
Corporate Specialist

Letter Number: 595A00028632

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95 JUN 26 AM 10:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PA 6/26/95