

M16000001518

(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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01/19/16--01024--023 **125.00

02/22/16--01034--004 **777.50

FILED
16 FEB 22 PM 4:00
TALLAHASSEE, FLORIDA

FEB 24 2016

Y SULKER

W16-4304



FLORIDA DEPARTMENT OF STATE
Division of Corporations

January 21, 2016

CHRISTOPHER N BALDERSON
135 WEST MARKET STREET
HARRISONBURG, VA 22801

SUBJECT: LEXIA LEARNING SYSTEMS LLC
Ref. Number: W16000004304

We have received your document for LEXIA LEARNING SYSTEMS LLC and your check(s) totaling \$125.00. However, the document has not been filed and is being retained in this office for the following:

According to the application submitted to this office, this entity transacted business in the state of Florida before properly registering with the Florida Department of State, Division of Corporations. Consequently, a \$500 civil penalty and an annual report filing fee for each year the entity failed to properly file a Florida annual report are due this office. Based on the date entered on the application, the civil penalty and annual report filing fees total \$777.50.

There is a balance due of \$777.50.

Please return 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 (850) 245-6051.

Yasemin Y Sulker
Regulatory Specialist II

Letter Number: 916A00001406

COVER LETTER

**TO: Registration Section
Division of Corporations**

SUBJECT: Lexia Learning Systems LLC

Name of Limited Liability Company

The enclosed "Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida," Certificate of Existence, and check are submitted to register the above referenced foreign limited liability company to transact business in Florida..

Please return all correspondence concerning this matter to the following:

Christopher N Balderson

Name of Person

Rosetta Stone Ltd

Firm/Company

135 West Market Street

Address

Harrisonburg, VA 22801

City/State and Zip Code

cbalderson@rosettastone.com

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

For further information concerning this matter, please call:

Christopher N Balderson

at (540) 236-5111

Name of Contact Person

Area Code

Daytime Telephone Number

MAILING ADDRESS:

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

STREET ADDRESS:

**Division of Corporations
Registration Section
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301**

Enclosed is a check for the following amount:

☒ \$125.00 Filing Fee

☐ \$130.00 Filing Fee &
Certificate of Status

☐ \$155.00 Filing Fee &
Certified Copy

☐ \$160.00 Filing Fee, Certificate
of Status & Certified Copy

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS
IN FLORIDA

IN COMPLIANCE WITH SECTION 605.0902, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY
COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. Loxia Learning Systems LLC
(Name of Foreign Limited Liability Company; must include "Limited Liability Company," "L.L.C.," or "LLC.")

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida. The alternate name must include "Limited
Liability Company," "L.L.C.," or "LLC.")

2. Delaware 3. 04-2848680
(Jurisdiction under the law of which foreign limited liability company is organized) (FBI number, if applicable)

4. 1/1/2014
(Date first transacted business in Florida, if prior to registration.)
(See sections 605.0904 & 605.0905, F.S. to determine penalty liability)

5. 300 Baker Avenue, Suite 320
Concord, MA 01742
(Street Address of Principal Office)

6. c/o Rosetta Stone Ltd 135 West Market Street
Harrisonburg, VA 22801
(Mailing Address)

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

Name: NRAI Services, Inc.
Office Address: 1200 South Pine Island Road
Plantation, Florida 33324
(City) (Zip code)

Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated limited liability company 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.

Michele Holden Michele Holden, Asst. Secretary
(Registered agent's signature)

8. The name, title or capacity and address of the person(s) who has/have authority to manage is/are:

Bruce C Ghrist--Manager 1919 North Lynn Street Arlington, VA 22209

9. Attached is a certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the
jurisdiction under the law of which it is organized. (If the certificate is in a foreign language, a translation of the certificate under oath
of the translator must be submitted)

Bruce Ghrist
Signature of an authorized person

This document is executed in accordance with section 605.0203 (1) (b), Florida Statutes. I am aware that any 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.

Bruce C Ghrist
Typed or printed name of signer

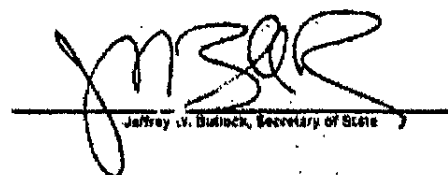
Delaware

The First State

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I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF
DELAWARE, DO HEREBY CERTIFY "LEXIA LEARNING SYSTEMS LLC" IS DULY
FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD
STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS
OFFICE SHOW, AS OF THE ELEVENTH DAY OF DECEMBER, A.D. 2015.




Jeffrey W. Bullock, Secretary of State

5457199 8300

SR# 20151252623

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

Authentication: L0600642

Date: 12-11-15