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(City/State/Zip/Phone #)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Burch DEC 22 2008

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Make-A-Wish Foundation of America, Inc
(Name of Corporation – must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Not for Profit Corporation for Authorization to Conduct its Affairs in Florida", "Certificate of Existence", and check are submitted to register the above referenced not for profit corporation to conduct its affairs in Florida.

Please return all correspondence concerning this matter to the following:

Teresa D. Pusztai
(Name of Person)

Make-A-Wish Foundation of America, Inc
(Firm/Company)

3550 N. Central Avenue, #300

(Address)

Phoenix, AZ 85012
(City/State and Zip Code)

For further information concerning this matter, please call:

Teresa Pusztai at (602) 451-6509
(Name of Person) (Area Code & Daytime Telephone Number)

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

STREET/COURIER ADDRESS:
New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

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 NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO
CONDUCT ITS AFFAIRS IN FLORIDA**

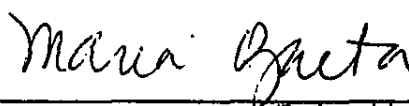
**IN COMPLIANCE WITH SECTION 617.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO CONDUCT ITS AFFAIRS
IN THE STATE OF FLORIDA:**

1. Make-A-Wish Foundation of America, Inc.
(Name of corporation: must include the word "INCORPORATED" 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. "Company" or "Co." may not be used as a corporate suffix by a nonprofit corporation.)
2. Arizona 3. 86-0481941
(State or country under the law of which it is incorporated) (FBI number, if applicable)
4. May 13, 1983 5. perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. March 4, 2008
(Date first conducted affairs in Florida if prior to registration. See sections 617.1501 & 617.1502, F.S. to determine penalty liability.)
7. 3550 North Central Avenue, Suite 300, Phoenix, Arizona 85012
(Principal office address)
- same as above
(Current mailing address)
8. To grant the wishes of children with life-threatening medical conditions
(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: (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.



(Registered Agent's signature)

Maria Ozaeta
Vice President
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.

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

A. DIRECTORS

Chairman: See attached list.

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See attached list.

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. Mary Jane Irwin
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Mary Jane Irwin, Corporate Secretary
(Typed or printed name and capacity of person signing application)

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TALLAHASSEE, FLORIDA

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FY 2009 NATIONAL BOARD OF DIRECTORS

[Contact Information as of October 31, 2008]

NOTE: The first name in quotes under the formal name indicates the Director's informal first name preference; the names in parentheses indicate, where applicable, the Director's spouse's name.

VOTING DIRECTOR MEMBERS LISTED IN ALPHA ORDER w/preferred mailing address:

Suzanne Y. Allen
"Suzie" (Ned)

11124 Coniston Way
Windermere, FL 34786

HOME: (407) 909-8951
FAX: (407) 909-8952
CELL: (407) 697-2376
E-MAIL: suzieallen1@mac.com

Daniel L. Beem
"Dan" (Dee Dee)

President, Cold Stone Creamery
9311 E. Via de Ventura
Scottsdale, AZ 85258

WORK: (480) 362-4681
HOME: (623) 476-7677
CELL: (480) 296-8279
FAX: (480) 362-4798
E-MAIL: DBeem@kahalacorp.com

Exec. Asst: Gina Crouch
Phone: 480-362-4602
E-mail: GCrouch@kahalacorp.com

Robert J. Bigler
"Bob"

2 Canon Escondito
Sandia Park, NM 87047

HOME: (505) 286-0269
CELL: (917) 209-0967
FAX: (505) 286-0279
E-MAIL: bobbigler01@msn.com

Lawrence J. Byar
"Larry" (Gloria)

449 Chimneysweep Hill Road
Glastonbury, CT 06033

WORK: (860) 827-2519
HOME: (860) 430-1068
CELL: (860) 538-1121
FAX: (860) 612-5324
E-MAIL: Lawrence.byar@tdbanknorth.com

Exec. Asst: Laura MacDonald
Phone: (860) 827-2519
E-mail: laura.macdonald@tdbanknorth.com

Craig A. Coffey
"Craig" (Carole)

VP Marketing North America
NOKIA
6000 Connection Drive
Irving, TX 75039

WORK: (972) 894-6121
HOME: (817) 442-5544
CELL: (214) 717-9500
FAX: (972) 894-4677
E-MAIL: Craig.Coffey@nokia.com

Exec. Asst: Teresa Gonzales
Phone: (972) 894-6363
E-Mail: teresa.gonzales@nokia.com

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JANUARY 1, 2009
MASSACHUSETTS

Bonnie W. Gwin "Bonnie" (James)	Partner, CEO and Board of Directors Practice, Heidrick & Struggles 600 Superior Ave. East Suite 2500 Cleveland, OH 44114-2650	WORK: (216) 241-7695 CELL: (330) 417-4776 HOME: (216) 378-9469 FAX: (216) 357-2214 E-MAIL: bgwin@heidrick.com
Exec. Asst:	Tamara Logan	
Phone:	(216) 241-0161	
E-Mail:	tlogan@heidrick.com	

Andrea S. Hunt "Andrea" (Greg)	c/o Baxter Healthcare 1 Baxter Parkway Deerfield, IL 60015	WORK: (847) 948-4446 CELL: (773) 636 4446 HOME: (773) 871 2425 FAX: (847) 948-2181 E-MAIL: andrea_hunt@baxter.com (Business) shahunt@aol.com (Personal)
Exec. Asst:	Janet Kendzior	
Phone:	(847) 948-2685	
E-Mail:	janet_kendzior@baxter.com	

Charles A. James "Charles"	Vice President & General Counsel Chevron Corporation 6001 Bollinger Canyon Road Room 4056 San Ramon, CA 94583-2324	WORK: (925) 842-4650 CELL: (415) 640-6234 HOME: (925) 743-4011 FAX: (925) 842-7084 E-MAIL: cjae@chevron.com
Exec. Asst:	Marcy Bunkley	
Phone:	(925) 842-4140	
E-Mail:	mbun@chevron.com	

Robert K. Jordan "Bob" (Patti)	10480 S.W. 122 nd Street Miami, FL 33176	WORK: (305) 255-1311 HOME: (305) 255-0725 CELL: (305) 321-0520 FAX: (305) 255-1148 E-MAIL: mibob1@bellsouth.net
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Thomas M. McAlpin "Tom" (Yvonne)	USPS Mailing Address: President, Disney Cruise Line P.O. Box 10210 Lake Buena Vista, FL 32830 For Courier Delivery ONLY: 210 Celebration Place Celebration, FL 34747	WORK: (407) 566-3513 CELL: (321) 229-5708 HOME: (407) 654-2623 FAX: (407) 654-2835 (Home) FAX: (407) 566-7489 (Work) E-MAIL: tom.mcalpin@disney.com
Exec. Asst:	Jill Guske	
Phone:	(407) 566-3513	
E-Mail:	jill.guske@disney.com	

Salil K. Mehta "Salil" (Christopher)	President, Business Operations, Strategy and Development NBC Universal 30 Rockefeller Plaza Suite 5237E New York, NY 10112	WORK: (212) 664-1988 HOME: (212) 579-4620 FAX: (646) 202-4328 E-MAIL: salil.k.mehta@nbcuni.com
Exec. Assistant:	Melanie Bartz	
Phone:	(212) 664-1977	
E-Mail Address:	melanie.bartz@nbcuni.com	

Matthew A. Ouimet "Matt" (Kathleen)	26 Shagbark Drive New Canaan, CT 06840	WORK: (914) 309-4740 CELL: (203) 966-5167 HOME: (203) 966-5167 FAX: (203) 966-5167 E-MAIL: mattouimet@optonline.net
Exec. Assistant:		
Phone:		
E-Mail Address:		

Robert L. Paglia "Bob" (Lorraine)	19 High Rock Road Wayland, MA 01778	WORK: (617) 422-6243 HOME: (508) 358-1645 CELL: (617) 901-8824 FAX: (617) 422-6241 E-MAIL: rlp19@comcast.net
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John K. Round "John" (Debra)	C/O Strasburger & Price, LLP 2801 Network Blvd, Suite 600 Frisco, TX 75034	WORK: (469) 287-3926 HOME: (214) 360-9848 FAX: (469) 227-6561 E-MAIL: john.round@strasburger.com
Exec. Asst:	Debra McCraw	
Phone:	(469) 287-3917	
E-Mail Address:	Debra.mccraw@strasburger.com	

Elizabeth A. Sonders "Liz Ann" (Bob Meier)	23 Fox Hill Lane Darien, CT 06820	WORK: (212) 403-9237 CELL: (917) 825-6748 HOME: (203) 656-2827 FAX: (212) 403-9239 E-MAIL: lizann.sonders@schwab.com
Exec. Asst:	Adrienne Beata	
Phone:	(212) 403-9238	
E-Mail:	Adrienne.beata@schwab.com	

Liza Wright "Liza" (Karl Renner)	801 Gouldman Lane Great Falls, VA 22066	HOME: (703) 759-0249 CELL: (703) 554-4048 FAX: (703) 554-4048 E-MAIL: wright.liza@yahoo.com Secondary E-Mail: rennerfamily@mac.com
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LEADERSHIP COUNCIL LEADERS (NON-VOTING EX-OFFICIO POSITIONS)
LISTED IN ALHA ORDER w/preferred mailing address:

Peter Anthony "Peter" (Susan)	President & CEO UGN, Inc. 18410 Crossing Drive Suite C Tinley Park, IL 60487	WORK: (773) 437-2466 CELL: (773) 255-0720 HOME: (847) 657-6667 FAX: (773) 437-2429 E-MAIL: Peter.Anthony@ugnusa.com
Exec. Asst: Phone: E-Mail:	Julie Sinchak (773) 437-2456 julie.sinchak@ugnusa.com	
Debbie Moore "Debbie"	Chambers of Senior Judge Frederick J. Scullin, Jr. James Hanley Courthouse and Federal Bldg., 12 th Floor 100 S. Clinton St. Syracuse, NY 13261	WORK: (315) 234-8564 CELL: (315) 256-5664 FAX: (315) 234-8561 E-MAIL: debbie_moore@nynd.uscourts.gov
Chris Sichel "Chris" (Colleen)	Executive Director MAWF of San Diego, Inc. 5151 Murphy Canyon Road Suite 110 San Diego, CA 92123	WORK: (858) 707-9470 Ext. 100 HOME: (619) 465-6456 CELL: (858) 361-4305 FAX: (858) 707-9480 E-Mail: csichel@wishesandiego.org
Karen Webb "Karen" (Sean)	President & Chief Executive Officer MAWF of Central & Western Virginia 2810 N. Parham Road, Suite 302 Richmond, VA 23294	WORK: (804) 418-7350 HOME: (804) 323-9932 CELL: (804) 337-9383 FAX: (804) 217-9484 E-MAIL: kwebb@cwva.wish.org

For your convenience, basic corporate contact information follows ...

CORPORATE HEADQUARTERS:

Make-A-Wish Foundation of America®
3550 N. Central, Ste. 300
Phoenix, AZ 85012

MAIN: (800) 722-9474
(602) 279-9474
FAX: (602) 279-0922

CORPORATE OFFICERS:

MAW VM/Ext #

(*) Direct dial phone number provided for officers not on MAW voice mail system

* (505) 286-0269	Bob Bigler,	National Board Chair	E-Mail:	bobbigler01@msn.com
* (407) 697-2376	Suzie Allen,	National Board Vice Chair	E-Mail:	suzieallen1@mac.com
* (212) 403-9237	Liz Ann Sonders,	Treasurer	E-Mail:	lizann.sonders@schwab.com
Ext. #: 5101	David A. Williams,	President & CEO	E-Mail:	dwilliams@wish.org
Ext. #: 5103	MaryJane Irwin,	Secretary	E-Mail:	mirwin@wish.org
Ext. #: 5114	Philip M. Boudreau,	VP & Special Assistant to the President	E-Mail:	pboudreau@wish.org
Ext. #: 5155	Kurt R. Kroemer,	VP & Chief Operating Officer	E-Mail:	kkroemer@wish.org
Ext. #: 5102	David B. Mulvihill,	VP & General Counsel	E-Mail:	dmulvihill@wish.org
Ext. #: 5145	Kathy M. Forshey	VP Mktg. & Corp. Alliances	E-Mail:	kforshey@wish.org
Ext. #: 5166	Elizabeth LaBorde	VP Development	E-Mail:	elaborde@wish.org

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CLARK COUNTY, NV

**Make-A-Wish Foundation®
of America**

3550 North Central Avenue, Suite 300
Phoenix, Arizona 85012-2107
602-279-WISH, 800-722-WISH
602-279-0855 fax
www.wish.org



**Corporate Officers and Board of Directors
(Fiscal Year 2009)**

Corporate Officers

Board Chair – Robert J. Bigler
Vice Chair – Suzanne Y. Allen
President and Chief Executive Officer - David A. Williams
Secretary - MaryJane Irwin
Treasurer – Elizabeth A. (“Liz Ann”) Sonders
Vice President & Special Assistant to the President – Philip M. Boudreau
Vice President & Chief Operating Officer – Kurt R. Kroemer
Vice President, Marketing & Corporate Alliances – Kathy M. Forshey
Vice President and General Counsel - David B. Mulvihill
Vice President, Development – Elizabeth A. LaBorde

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TALLAHASSEE, FLORIDA

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Board of Directors

NAME	CURRENT BOARD LEADERSHIP POSITION	STATE
Daniel L. Beem		Arizona
Robert J. Bigler	Board and Executive Committee Chair/Chair-Elect	New Mexico
Suzanne Y. Allen	Chair, Resource Development & Branding Committee	Florida/N. Carolina
Lawrence J. Byar	Chair, Chapter Performance Committee	Connecticut
Craig A. Coffey		Texas
Bonnie W. Gwin	Chair, Governance Committee	Ohio
Andrea S. Hunt		Illinois
Charles A. James		California
Robert K. Jordan		Florida
Thomas M. McAlpin	Chair, Audit & Finance Committee	Florida
Salil K. Mehta		New York
Matthew A. Ouimet		New York
Robert L. Paglia		Massachusetts
John K. Round		Texas
Elizabeth A. (“Liz Ann”) Sonders	Treasurer/Chair, Investment Committee	Connecticut
Liza Wright		Virginia

STATE OF ARIZONA



Office of the
CORPORATION COMMISSION
CERTIFICATE OF GOOD STANDING

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TALLAHASSEE, FLORIDA

To all to whom these presents shall come, greeting:

I, Brian C. McNeil, Executive Director of the Arizona Corporation Commission, do hereby certify that

*****MAKE-A-WISH FOUNDATION OF AMERICA*****

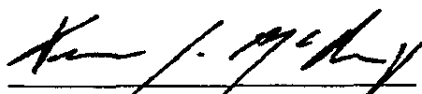
a domestic nonprofit corporation organized under the laws of the State of Arizona, did incorporate on May 13, 1983.

I further certify that according to the records of the Arizona Corporation Commission, as of the date set forth hereunder, the said corporation is not administratively dissolved for failure to comply with the provisions of the Arizona Nonprofit Corporation Act; and that its most recent Annual Report, subject to the provisions of A.R.S. sections 10-3122, 10-3123, 10-3125, & 10-11622, has been delivered to the Arizona Corporation Commission for filing; and that the said corporation has not filed Articles of Dissolution as of the date of this certificate.

This certificate relates only to the legal existence of the above named entity as of the date issued. This certificate is not to be construed as an endorsement, recommendation, or notice of approval of the entity's condition or business activities and practices.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the official seal of the Arizona Corporation Commission. Done at Phoenix, the Capital, this 19th Day of November, 2008, A. D.




Executive Director

Order Number: 287597