

F100000001060

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP     WAIT     MAIL

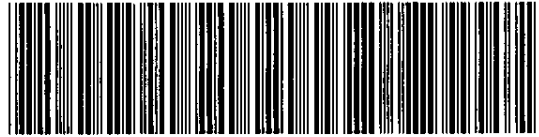
(Business Entity Name)

(Document Number)

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

Special Instructions to Filing Officer:

Office Use Only



300167645473

03/02/10--01035--013 \*\*78.75

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

10 MAR -2 PM 1:52

APPROVED  
AND  
FILED

## COVER LETTER

**TO:** New Filing Section  
Division of Corporations

**SUBJECT:** Imagine Learning, 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:

Curtis B. Hill

Name of Person

Imagine Learning, Inc.

Firm/Company

191 River Park Dr.

Address

Provo, UT 84604

City/State and Zip code

curtis.hill.pub@imaginelearning.com

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

For further information concerning this matter, please call:

Curtis B. Hill

Name of Person

at ( 801 ) 615-7008

Area Code & Daytime Telephone Number

**STREET/COURIER ADDRESS:**

New Filing Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**MAILING ADDRESS:**

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

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 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. Imagine Learning, 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. UTAH 3. 01-0814204  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 5/19/2004 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. N/A  
(Date first transacted business in Florida, if prior to registration)  
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 191 River Park Dr. Provo, UT 84604  
(Principal office address)

191 River Park Dr. Provo, UT 84604  
(Current mailing address)

8. Sale of educational software & providing supplemental educational services to K-6 students  
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

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

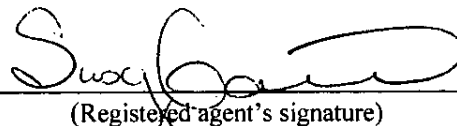
Name: Susy Garcia

Office Address: 4924 SW 140 Court

Miami, Florida 33175  
(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)

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.

10 MAR - 2 PM 1:52  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
APPROVED  
AND  
FILED

APPROVED  
AND  
FILED

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

10 MAR -2 PM 1:52

**A. DIRECTORS**

Chairman: Alan Layton

Address: 191 River Park Dr.

Provo, UT 84604

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

~~Vice Chairman:~~ Director: Adam Slovik

Address: 191 River Park Dr.

Provo, UT 84604

Director: Glen Mella

Address: 191 River Park Dr.

Provo, UT 84604

Director: Ronald Hawkins

Address: 191 River Park Dr.

Provo, UT 84604

**B. OFFICERS**

President: Susan W. Preator

Address: 191 River Park Dr.

Provo, UT 84604

Vice President: Derrin J. Hill

Address: 191 River Park Dr. Provo, UT 84604

~~191 River Park Dr. Provo, UT 84604~~

Secretary: Curtis B. Hill

Address: 191 River Park Dr. Provo, UT 84604

Treasurer: --Same--

Address: \_\_\_\_\_

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

13. \_\_\_\_\_

(Signature of Director or Officer listed in number 12 of the application)

14. Curtis B. Hill - Corporate Secretary

(Typed or printed name and capacity of person signing application)



**Utah Department of Commerce**  
**Division of Corporations & Commercial Code**  
160 East 300 South, 2nd Floor, PO Box 146705  
Salt Lake City, UT 84114-6705  
Service Center: (801) 530-4849  
Toll Free: (877) 526-3994 Utah Residents  
Fax: (801) 530-6438  
Web Site: <http://www.commerce.utah.gov>

APPROVED  
AND  
FILED

10 MAR -2 PM 1:52

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

02/26/2010  
5651544-014202262010-2896003

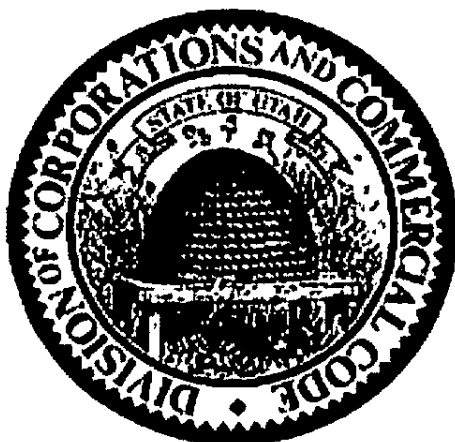
---

---

## CERTIFICATE OF EXISTENCE

**Registration Number:** 5651544-0142  
**Business Name:** IMAGINE LEARNING, INC.  
**Registered Date:** May 19, 2004  
**Entity Type:** Corporation - Domestic - Profit  
**Current Status:** Good Standing

The Division of Corporations and Commercial Code of the State of Utah, custodian of the records of business registrations, certifies that the business entity on this certificate is authorized to transact business and was duly registered under the laws of the State of Utah. The Division also certifies that this entity has paid all fees and penalties owed to this state; its most recent annual report has been filed by the Division (unless Delinquent); and, that Articles of Dissolution have not been filed.



*Kathy Berg*

Kathy Berg  
Director  
Division of Corporations and Commercial Code