

FOI 000004238

CORPORATION(S) NAME

Sterling Boiler & Mechanical, Inc.

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100004422961--4
-08/10/01--01001--006
****650.00 ****650.00

100004422961--4
-06/15/01--01068--025
*****70.00 *****70.00

- Profit
- Nonprofit
- Foreign
- Limited Partnership
- LLC
- Certified Copy
- Call When Ready
- Walk In
- Mail Out
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- Reinstatement
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TALLHASSEE, FLORIDA

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FOI-4238
[Signature]

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DIVISION OF CORPORATIONS
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Name _____
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6/15/01

Order#: 4560393

Ref#: _____

Amount: \$ _____

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

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FLORIDA DEPARTMENT OF STATE

Katherine Harris

Secretary of State

June 18, 2001

CT CORPORATION

SUBJECT: STERLING BOILER AND MECHANICAL INC
Ref. Number: W01000013866

We have received your document for STERLING BOILER AND MECHANICAL INC and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

Based upon information provided by the Florida Department of Revenue pursuant to section 213.053(14), Florida Statutes, it appears that STERLING BOILER AND MECHANICAL INC has transacted business in Florida prior to submitting an "Application for Authority to Transact Business in Florida". The information received from the Florida Department of Revenue indicates December 1, 1991, as the initial date of transacting business in the State of Florida.

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report/uniform business report and penalty fees is \$11,765.00.

If you have any questions concerning the filing of your document, please call (850) 487-6051.

Gretchen Harvey
Document Specialist Supervisor

Letter Number: 301A00036966

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 AUG -9 PM 5:00

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August 3, 2001

Ms. Gretchen Harvey
Document Specialist Supervisor
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: STERLING BOILER & MECHANICAL, INC.
REF# W01000013866

Dear Gretchen:

HARDING SHYMANSKI
AND COMPANY P.C.

Certified Public Accountants
and Consultants

21 S.E. Third Street, Suite 500
P.O. Box 3677
Evansville, IN 47735-3677

(812) 464-9161
Fax (812) 465-7811

This letter is a follow up to the letter we sent to Mr. Michael Mays on July 10, 2001. According to Mr. Lee Rivers in your department, it appears that our original letter did not reach its destination. We are writing to explain our client's circumstances for not previously filing annual reports with the State of Florida. Our firm has only recently begun to represent the above corporation. Due to the oversight by the individual(s) previously responsible for Sterling's tax filings and subsequent misunderstanding by Sterling's accountants and attorney as to who was responsible for the timely preparation of the "Application for Authority to Transact Business in Florida" and subsequent annual reports, Sterling did not timely file the documents.

Sterling Boiler and Mechanical, Inc. is committed to satisfying all of its corporate obligations to the State of Florida. Accordingly, the company has since taken steps to ensure that this type of situation does not happen again.

We are respectfully asking the Department to abate all or at least a portion of the penalties in this matter. In reviewing the company's past activity, we find that although the company first did business in Florida during their tax year ended 11/30/1992, the company has not consistently done business in the State. Specifically, the company did not transact any business during the periods ended 11/30/1993, 11/30/1995, and 11/30/1996. Of the remaining 5 tax periods, the company derived apportionable income in the State of Florida of only \$7,695 for all years combined. We would also ask the Department to tax into consideration that the company initiated the filing of the "Application for Authority to Transact Business in Florida" when it was discovered that the document had not been previously submitted to the Department of State.

Gretchen, I want to thank you in advance for your assistance in this matter. If you have questions or need further information, please do not hesitate to contact me at 800-880-7800, extension 313.

Respectfully,

Scott A. Brawdy

Scott A. Brawdy, CPA
Tax Specialist

HARDING, SHYMANSKI, & CO., P.C.

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STATE OF FLORIDA
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State
OFFICE OF THE GENERAL COUNSEL

FACSIMILE TRANSMITTAL

TO FAX NUMBER: 502-495-6687.

Please deliver the following pages to:

NAME: Mr. Samuel E. Riddick

COMPANY: RE: Road & Rail Services, Inc.

CITY/STATE: Louisville, Kentucky

SENDER: Gerard T. York, Esq.,
Assistant General Counsel
850-414-5514

DATE/TIME: 06/19/01 4:17 PM

NUMBER OF PAGES (including transmittal sheet): 2

FROM FAX: 850/922-5763 (Suncom 292-5763)

COMMENTS: This communication is further to our conversation today regarding annual report fees and statutory penalties which would be assessed against Road & Rail Services, Inc., under section 607.1502(4), Florida Statutes.

On its Application for A Certificate of Authority filed on May 14, 2001, Road & Rail, Inc., indicates it has transacted business in Florida since 2000. Accordingly, an amount of \$1150.00 in annual report fees and statutory penalties is due. We would, however, offer to settle the issue of foreign non-qualified penalties from Road & Rail, Inc. for the sum of \$650.00, reflecting penalties assessed at the statutory

Check Request
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500
150
Recpt

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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minimum of \$500.00 per year, plus an annual report fee of \$150.00. This offer remains in effect until July 31, 2001.

Upon completion of the application and receipt of a check in that amount payable to the Department of State, Division of Corporations, I will instruct the Division of Corporations to issue Road & Rail, Inc., a Certificate of Authority to transact business in Florida. Please mail the check to this attorney at: Office of General Counsel, LL-10, The Capitol, Tallahassee, Florida 32399-0250.

Please do not hesitate to contact me should you have any questions.

LL-10 • THE CAPITOL • TALLAHASSEE, FLORIDA 32399-0250

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Department of State

Memorandum Office of the General Counsel

TO: File

FROM: Gerard York, Assistant General Counsel

DATE: August 8, 2001

RE: Sterling Boiler & Mechanical, Inc.

Based on my review of the file and the payments received from the corporation, it is my recommendation that this file be closed. Corporation's previous activities in Florida were minor and, therefore, under section 607.1501(2)(j), Florida Statutes, foreign non-qualified penalties are not due. Corporation wishes to be qualified to do business in the State of Florida. Accordingly, it is recommended corporation be issued a certificate of authority.

/gty

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01 AUG -9 PM 2:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: Daniel G. Felker

Address: 2144 Lakes Edge Drive

Newburgh, IN 47630

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: Daniel G. Felker

Address: 2144 Lakes Edge Drive

Newburgh, IN 47630

Vice President: _____

Address: _____

Secretary: Kenneth E. Wahl

Address: 4744 Elm Drive

Newburgh, IN 47630

Treasurer: _____

Address: _____

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SECRETARY OF STATE
PALMHAVEN, FLORIDA

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

13. Kenneth E. Wahl, SECRETARY
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. KENNETH E. WAHL, SECRETARY
(Typed or printed name and capacity of person signing application)

**STATE OF INDIANA
OFFICE OF THE SECRETARY OF STATE
CERTIFICATE OF EXISTENCE**

To Whom These Presents Come, Greeting:

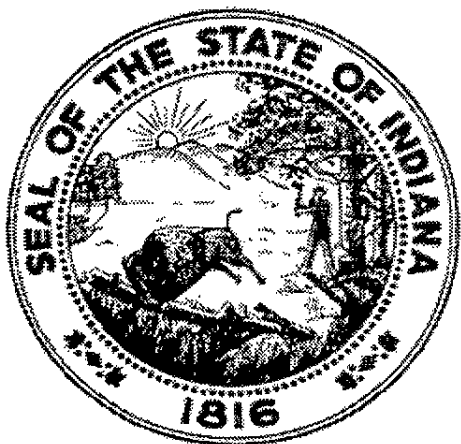
I, SUE ANNE GILROY, Secretary of State of Indiana, do hereby certify that I am, by virtue of the laws of the State of Indiana, the custodian of the corporate records and the proper office to execute this certificate.

I further certify that records of this office disclose that

STERLING BOILER AND MECHANICAL INC

duly filed the requisite documents to commence business activities under the laws of the State of Indiana on June 1, 1982, and was in existence or authorized to transact business in the State of Indiana on June 13, 2001.

I further certify this For-Profit Domestic Corporation has filed its most recent report required by Indiana law with the Secretary of State, or is not yet required to file such report, and that no notice of withdrawal, dissolution or expiration has been filed or taken place.



In Witness Whereof, I have hereunto set my hand and affixed the seal of the State of Indiana, at the City of Indianapolis, this Thirteenth day of June, 2001.

Sue Anne Gilroy

SUE ANNE GILROY, Secretary of State