

C T Corporation System 2 Oliver Street Boston, MA 02109 617 482 4420 Fax 617 482 9807

Secretary of State Corporate Records Bureau Division of Corporations 409 East Gaines Street Tallahassee, Florida 32399

Re: Sullivan Bros. Printers, Inc. (MA)

Order #: 69847

Gentlemen:

W93-26924

900001542609 -07/20/95--01076--007 ***8691.25 ***8691.25

As requested by counsel, we enclose for filing qualification documents on behalf of this corporation, together with funds in payment of the required fees. This document should be filed upon receipt.

Evidence of the filing should be returned to this office along with one certificate of status.

If you have any questions or if for any reason the filing cannot be effected promptly, please notify this office of the details by calling our toll-free number: 1-800-225-2034.

Very truly yours,

aprotis DM Ershorre

Christine M. Eastwine Technical Specialist 快7/20

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/cme

Enclosure(s)

Special Instructions: PLEASE OBTAIN ONE CERTIFICATE OF STATUS UPON QUALIFICATION AND FORWARD TO MY ATTENTION ALONG WITH THE EVIDENCE. THANK YOU.



FLORIDA DEPARTMENT OF STATE Jim Smith Secretary of State

December 22, 1993

CHRISTINE M. EASTWINE CT SYSTEM 2 OLIVER STREET BOSTON, MA 02109

SUBJECT: SULLIVAN BROS. PRINTERS, INC.

Ref. Number: W93000026929

We have received your document for SULLIVAN BROS. PRINTERS, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filled and is being returned for the following correction(s).

Based upon information provided by the Florida Department of Revenue, pursuant to section 213.053(14), Florida Statutes, it appears that SULLIVAN BROS. PRINTERS, 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 September 1, 1977, as the initial date of transacting business in the State of Florida.

Section 607.1502(4), Florida Statutes, requires this office to collect a \$500 penalty fee for each year this entity transacted business in Florida prior to qualification and the appropriate charter tax and annual report fees that would have been due this office had the corporation qualified the year it began operations in this state. Please complete the enclosed form INHSE37 and contact this office for the charter tax due. The amount entitled this office in annual report fees and penalty fees is \$8,691.25.

Enclosed please find a copy of section 607.1501 or 617.1501, Florida Statutes, which lists those activities that do not constitute transacting business or conducting affairs in this state. If after reviewing this section you determine erroneous information was inserted on the application, an affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business or conducting its affairs in Florida prior to the year the application was submitted did not constitute transacting business or conducting affairs pursuant to section 607.1501 or 617.1501, Florida Statutes.

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) 487-6958.



FLORIDA DEPARTMENT OF STATE Jim Smith Secretary of State

Lee Rivers Document Examiner

Letter Number: 193A00142859

Leverone & Company

Certified Public Accountants

THRIT SURVIN CIRCLE BILLERICA MASSACHUSI (15 01862

(617) 272 5305 (508) 664 9750 IAN (508) 664 5154

Fobruary 18, 1994

Lee Rivers, Document Examiner Florida Department of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

Re: Sullivan Bros. Printers, Inc. Ref. No.: W93000026929 Letter No.: 193A00142859

Dear Lee Rivers:

We are in receipt of your notice requesting \$8,691.25 in annual report fees and penalties. We understand that the annual reports were not filed since September 1, 1977, but we honestly felt we were filing all the necessary tax returns to the Florida Department of Revenue since we commenced buisness in Florida in 1977. We apologize for the oversight and now ask for your consideration in abating the penalties assessed against Sullivan Bros. Printers, Inc.

The Company has gone through some horrendous financial times and now appears to be turning the corner to continued profitable operations. The payment of the penalties assessed will cause financial harm to the Company. The Company employs a number of Florida residents and enjoys conducting business in the pro-business environment of Florida. We would very much like to continue this relationship.

Please review this situation to determine if there is anything you can do to help bring this potential liability down to a more tolerable \$1,000-\$1,500 (3 years of penalties). Thank you for your understanding and consideration. We look forward to hearing from you.

TIL C.P.A.

Yours very truly,

LEVERORE & COMPANY

James C. Shannon, III

JCS/dm

C. Ellen F. Sullivan



FLORIDA DEPARTMENT OF STATE Jim Smith Secretary of State

March 1, 1994

James C. Shannon, III Leverone & Company, CPAs Three Survey Circle Billerica MA 01862

RE: SULLIVAN BROS. PRINTERS, INC. (W93000026929)

This letter is in response to your letter dated February 18, 1994, concerning the qualification of SULLIVAN BROS. PRINTERS, INC. to transact business in Florida.

We appreciate the fact that SULLIVAN BROS. PRINTERS, INC. has made a conscientious effort to comply with the laws of the State of Florida. However, any foreign corporation that intends to transact business in this state is required to obtain a certificate of authority from the Department of State prior to transacting business as stated in section 607.1501(1), Florida Statutes:

"A foreign corporation may not transact business in this state until it obtains a certificate of authority from the Department of State."

This office is statutorily mandated to collect the appropriate civil penalty of \$500.00 for each year or part thereof that a foreign corporation transacts business in this state without authority; this is the minimum penalty allowed by law. Florida law does not grant this office the authority to waive or dismiss these appropriate fees. Section 607.1502(4), Florida Statutes, further directs the Florida Department of State to collect all penalties and annual report fees due this office and to recover such fees through an action in circuit court.

Again, this office appreciates and does not question MORIX MANUFACTURING COMPANY's honorable intention to comply with the filing requirements and laws of the State of Florida. We therefore request that the balance of \$8,691.25 in appropriate penalty fees be remitted to this office within thirty (30) days so we may process the qualification documents and grant SULLIVAN BROS. PRINTERS, INC. authority to transact business in the State of Florida.

Page 2 SULLIVAN BROS. PRINTERS, INC.

Please do not hesitate to contact me if you have any questions regarding this matter.

LE RWECS

Lee Rivers, Corporate Specialist Division of Corporations

(904) 487-6958



FLORIDA DEPARTMENT OF STATE

Jim Smith Secretary of State

March 14, 1994

CHRISTINE M. EASTWINE CT SYSTEM 2 OLIVER STREET BOSTON, MA 02109

SUBJECT: SULLIVAN BROS. PRINTERS, INC.

Ref. Number: W93000026929

Do Not send 3rd notice. Gone to Dougmay have "compelling reason."

This letter is in response to the application by foreign corporation for authorization to transact business in Florida that was previously submitted to this office for SULLIVAN BROS. PRINTERS, INC..

This office received information provided by the Florida Department of Revenue, pursuant to section 213.053(14), Florida Statutes, which indicates that the corporation has transacted business in the State of Florida since September 1, 1977. You were notified by letter dated December 22, 1993, that because of failure to obtain a certificate of authority prior to transacting business in the State of Florida, the corporation is liable for \$8691.25 in appropriate fees and penalties as set forth in Section 607.1502(4), Florida Statutes, (copy enclosed).

Until a response is received by this office concerning the prior notification, the application by foreign corporation for authorization to transact business in Florida will not be processed. If erroneous information was reflected on the previously submitted application, a sworn affidavit may be filed stating the correct date the corporation first transacted business in Florida, that the corporation did not transact business in Florida prior to the application filing year and that the information entered on such application is incorrect. Any such affidavit will be included with your original qualification documents.

Please provide your response to this letter within 30 days to avoid the necessity of further action.

If you have further questions concerning the filing of your document, please telephone the Foreign Qualification/Tax Lien Section at (904) 487-6091.

Lee Rivers

Document Examiner

Letter No. 294A00011328

Enclosure



FLORIDA DEPARTMENT OF STATE Sandra B, Mortham Secretary of State

June 29, 1995

VIA FACSIMILE: (508) 663-5151

Mr. Frank Morelli Levernoe & Company Three Survey Circle Billerica, Massachusetts 01862

Dear Mr. Morelli:

Re: Sullivan Bros. Printers, Inc.

Pursuant to your request, I have obtained the following information from the Division of Corporations which is a breakdown of the penalties and annual report fees enumerated in past correspondence for which your client, Sullivan Bros. Printers, Inc., is liable. The fees, penalties and applicable assessment years are as follows:

Year	A.R. Fees	<u>Penalty</u>	
1993:	\$200.00	\$0.00	
1992:	\$200.00	\$500.00	
1991:	\$61.25	\$500.00	
1990:	\$35.00	\$500.00	
1989:	\$35.00	\$500.00	
1988:	\$25.00	\$500.00	
1987:	\$25.00	\$500.00	
1986:	\$20.00	\$500.00	
1985:	\$20.00	\$500.00	
1984:	\$10.00	\$500.00	
1983:	\$10.00	\$500.00	
1982:	\$10.00	\$500.00	
1981:	\$10.00	\$500.00	
1980:	\$10.00	\$500.00	
1979:	\$10.00	\$500.00	
1978:	\$10.00	\$500.00	
1977:	\$0.00	\$500.00	
TOTALS:	\$691.25	\$8,000.00	

Mr. Frank Morelli June 29, 1995 Page Two

As you will note, the sum of the outstanding penalties and fees is \$8,691.25, and is consistent with past correspondence from the Division of Corporations. As I stated in our most recent telephone conversation, this amount reflects the accruals through 1993 and does not reflect additional penalties and fees which have accrued for 1994 and 1995. In the hope of resolving this matter, I will allow this amount to stand for settlement purposes until July 16, 1995.

In the event your client chooses to forego this offer, our office will proceed to enforce the full extent of § 607.1502(4), Florida Statutes, which states as follows:

A foreign corporation which transacts business in this state without authority shall be liable to this state for the years or parts thereof during which it transacted business in this state without authority in an amount equal to all fees and taxes which would have been imposed by this act upon such corporation had it applied for and received authority to transact business in this state as required by this act. In addition to the payments the sprescribed, such corporation shall be liable for a civil penalty of not less than \$500 or more than \$1,000 for each year or part thereof during which it transacts business in this state without a certificate of authority. The Department of State may collect all penalties due under this subsection and may bring an action in circuit court to recover all penalties and fees due and owing the state.

In addition, the total amount of penalties and fees will be adjusted to reflect accruals through the end of 1995. For your records, if your client ignores this settlement offer, the minimum amount for which we will seek recovery will be \$19,091.25.

I hope that you find this information helpful in your dealings with your client. Upon evaluating this correspondence, if your client would like to resolve this matter prior to July 16th, please contact me, and I will forward the discussed settlement agreement for their signature. I appreciate your assistance in this matter. If you have any questions, please feel free to contact me at 904/488-3684.

Respectfully.

Marc W. Dunbar

Assistant General Counsel

MWD/idi

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STATE OF FLORIDA DEPARTMENT OF STATE

IN RE: Sullivan Bros. Printers, Inc.

14102

STIPULATION AND SETTLEMENT

COMES NOW the parties, the Department of State, Division of Corporations, (hereinafter referred to as the "Division"), and Sullivan Bros. Printers, Inc., a foreign corporation, and do hereby stipulate and agree to the following:

- Sullivan Bros. Printers, Inc., is a Massachusetts corporation that has been 1. transacting business in Florida since September, 1977.
- Section 607.1501(1), Florida Statutes, provides that a foreign corporation 2. may not transact business in this state until it obtains a certificate of authority from the Department of State.
- The Division has jurisdiction over this matter pursuant to Section 3. 607.1502(4), Florida Statutes.
- Sullivan Bros. Printers, Inc. has violated the provisions of Section 607.1501, Florida Statutes, by transacting business in Florida without obtaining a certificate of authority from the Department of State. As a result, Sullivan Bros. Printers, Inc. is subject to penalties and fees as enumerated in Chapter 607, Florida Statutes.
- 5. In order to avoid litigation, and in accordance with the Department's authority, the parties agree to the following:
- Sullivan Bros. Printers, Inc., agrees to pay \$8,691.25 in penalties and fees to the Division.

Tresident

- b. The Division agrees to continue processing the application of Sullivan Bros. Printers, Inc., for authority to transact business in this state upon receipt of the \$8,691.25. The Division further agrees that said payment shall represent a full settlement of all fees and penalties accrued by Sullivan Bros. Printers, Inc. since it began conducting business in Florida in 1977.
 - c. Bach party shall be responsible for its own costs and fees.

Dave	Mann
Direc	tor

Department of State Division of Corporations Ellen F. Sullivan, President Sullivan Bros. Printers, Inc.

Executed	on this	Zoll	day
of	Til		1995

Executed on this _		10 14	_ day
of _	JULY		, 1995

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 SULLIVAN BROS. TR	MIELS, INC.					
1. Succional BROS, TR (Name of corporation: must include abbreviations of like import in la or partnership if not so contains	ude the word INCORP nguage as will clearly in d in the name at presen	ORATED idicate that:)	", "COMPAN at it is a cor	Poration inst	RATION or wo	irds or al person
2. Massachwerts (State or country under the law)						
(State or country under the law of	of which it is incorporate	ed)	(FEI numb	or, if applica	ble)	
A 7/1/77	5.	PE	RPETUAL	•		
4. (Date of Incorporation)	(0	uration: Y	ear corp. w	ill coase to e	xist or "parpat	ual')
6. <u>Upon valificatio</u> (Date first transacted business i						
(Date first transacted business i	n Florida. <i>(See section</i> s	s 607.150	1, 607.1502,	and 817.15	ī, F.S.)	Ċ
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{Cu	rront malling address)					1327m
R PRINTING OF	RACETAACK PAUGO	nms w	HICH AND	- Han R	Esoro ron	SEN. P.blic
(Purpose(s) of corporation au	thorized in home state	or count	y to be carri	ed out in the	state of Florid	미크를
					(4)	35
9. Name and street addre	iss of Florida regi:	stered a	igent:			
Name: <u>C</u>	T CURPORATION SY	Grems		_		
Office Address:/	200 SOUTH PING	15644	d ROAD	_		
	PLANFATION			Florida .	33324	
			· · · · · · ·	, , , , , , , , , , , , , , , , , , , ,	(Zip Code)	
10. Registered agent's ac	ceptance:					
Having been named as regi		accent	service o	f process	for the abov	e stated
corporation at the place de	signated in this ap	plicatio	n, I hereb	y accept	the appoint	ment as
registered agent and agree t	to act in this capaci	ity. I fun	ther agree	to comply	with the pr	ovisions
of all statutes relative to the with and accept the obligation					es, and I am	familiar
)	,				
	Atticity O. (Registered agent's sig	<u> </u>	nall	O P/	ATRICIA A.	CANARIC
	(Registered agent's sig	(nature		OF E	OWE WOOD IND!	SEUHETARY

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.

12. Names ar I addresses of officers and/or directors: **DIRECTORS** Α. Chairman: ______ Vice Chairman: _____ Address: ______ Director: JUSEPH E SULLIVAN Address: 234 NESMITH STALL LOWELL MA Director: Many Ann Sulliven Address: 77 MANSON STANT LOWELL MA **OFFICERS** B. President: ELLEN F SUILIVAN Address: 734 FAIAMMY STRUCT LOWELL MA Vice President: Address: _____ Secretary: Address: ___ Treasurer: ELLEN F SULLIVAN Address: 234 FAIRMONT STILLT LOWERL MA NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors. (Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

ELLEN F SULLIVEN PRESIDENT

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

THIS DATA IS FOR INFORMATIONAL PURPOSES ONLY. CERTIFICATION CAN ONLY BE OBTAINED THROUGH THE OFFICE OF THE MASSACHUSETTS SECRETARY OF STATE.

Detail display of Corporate Data for Massachusetts For: SULLIVAN BROS. PRINTERS, INC.

Thru Date: 05/12/95

Item Number: 0001

Name: SULLIVAN BROS. PRINTERS, INC.

Address: 117 MARGINAL ST. LOWELL MA 01854

Number: 042629081 Date: 09/01/1977

Originated: MA

Type: DOMESTIC

Profit: YES

Duration: PERPETUAL Tax ID: 042629081

Foreign Date: 00/00/0000

Status: ACTIVE

REGISTERED AGENT INFORMATION

ELLEN F. SULLIVAN

234 FAIRMONT ST., LOWELL, MA

OFFICER/DIRECTOR INFORMATION

PRESIDENT: ELLEN F. SULLIVAN

234 FAIRMONT ST., LOWELL, MA

TREASURER: ELLEN F. SULLIVAN

234 FAIRMONT ST., LOWELL, MA

OTHER INFORMATION

NOT ON FILE

CORPORATE TAX INFORMATION

Tax Year Ends: 08/31

	INFORMATION	PROGRED PRETON
DATE	NUMBER	DESCRIPTION DOMESTIC (MASS)
01/06/19	78 77008689	ARTICLES OF ORGANIZATION DOMESTIC (MASS)
06/30/19	80 80046727	1979 ANNUAL REPORT (BUS) DOMESTIC & FOREIGN
06/30/19		1980 ANNUAL REPORT (BUS) DOMESTIC & FOREIGN
02/08/19		CHANGE (PROFIT) OFFICERS & DIRECTORS
04/01/19		1981 ANNUAL REPORT (BUS) DOMESTIC & FOREIGN
		1979 ANNUAL REPORT (BUS) DOMESTIC & FOREIGN
03/02/19		1982 ANNUAL REPORT (BUS) DOMESTIC & FOREIGN
06/08/19		1902 ANTONIO DOMPORTO C POPETON
12/20/19		1905 AMMONE REPORT (200, 1000-100)
06/07/19	85 85004276	Circulation (Circulation) Polynomics Condition
	85039204	1904 ANNOAD KETOKI (DEC. TOPRICA
05/18/19	89 89047233	1988 ANNUAL REPORT (BUS) DOMESTIC & FOREIGN
,,	89047234	1987 ANNUAL REPORT (BUS) DOMESTIC & FOREIGN
	89047235	1986 ANNUAL REPORT (BUS) DOMESTIC & FOREIGN
	89047236	1985 ANNUAL REPORT (BUS) DOMESTIC & FOREIGN
00/01/10		CHANGE (PROFIT) PRINCIPAL OFFICE
08/21/19		1989 ANNUAL REPORT (BUS) DOMESTIC & FOREIGN
05/22/19		1909 AMMONE RESERVED POWERENCE FOREIGN
12/18/19		1990 ANNOAD KEET (DOOR DOWNERS & PORTON
11/21/19		1991 ANNOTED TO BONDON OF FOREIGN
11/25/19	92 92135543	1992 ANNOAB RELOKT (BO) BONDONE CONTINUE
10/29/19	93 93116292	1993 ANNUAL REPORT (BUS) DOMESTIC & FOREIGN
11/10/19		1994 ANNUAL REPORT (BUS) DOMESTIC & FOREIGN



The Commonwealth of Massachusells Office of the Secretary of State State House, Boston 02133

MICHAEL J. CONNOLLY SECRETARY OF STATE

December 1, 1993

TO WHOM IT MAY CONCERN:

I hereby certify that according to the records of this office

Sullivan Bros. Printers, Inc.

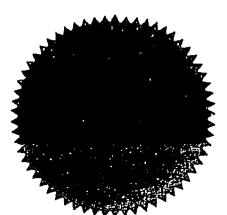
is a domestic corporation organized on September 1, 1977, under the General Laws of the Commonwealth of Massachusetts.

I further certify that no proceedings are presently pending under the Massachusetts General Laws Chapter 156B section 101 for said corporations dissolution; that no articles of dissolution have been filed by said corporation; that, said corporation has filed all annual reports, and paid all fees with respect to such reports, and so far as appears of record said corporation has legal existence and is in good standing with this office.

IN TESTIMONY of which, I have hereunto

affixed the Great Seal of the Commonwealth on the date first above written.

Secretary of State



This certificate is not a tax clearance. Certificates certifying all taxes due are payable to the corporation have been paid or provided for, are issued by the Department of Revenue.

Florda Department of State, Sandra B. Mortham, Secretary of State

THIS FORM IS TO DE COMPLETED BY CORPORATIONS WHO HAVE BEEN TRANSACTING BUSINESS IN FLORIDA PRIOR TO QUALIFICATION TO DETERMINE CHARTER TAX THAT MUST BE PAID.

Authorized number of shares (itemized by class and par value) the corporation had when it first transacted business in Florida. If shares have no par value, enter "NPV" and the number of shares.

NPV 500 SHARES 4444 (b. 70 44444 (b. 70

NPV 500 SHARES "VALUE" may by defined in any terms consistent with generally accepted accounting principles. A. Estimated value of all property owned by Corporation for the 556,000. year it first transacted business in Florida, wherever located. B. Estimated Gross amount of business transacted by the 57,300,000 Corporation for the year it first transacted business in Florida C. Estimated Value of all property in Florida owned by the Corporation for the year it first transacted business in Florida. \$ 105,000 D. Estimated Gross amount of business transacted in Florida by the Corporation during the year it first transacted business in Florida. \$ 1,100,000 \$ 7856 000 E. TOTAL of "A" and "B" \$ 1205,000 F. TOTAL of "C" and "D" \$ 15.34% ,0153 G. DIVIDE "F" by "E" H. Corporations with par value stock: Multiply "G" and Authorized Shares and their par value. L Corporations with no par value stock: \$ 76.70 Multiply "G" by Total Authorized Shares.

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