

F95000004039

TRANSMITTAL LETTER

TO: QUALIFICATION/REGISTRATION SECTION
DIVISION OF CORPORATIONS

400001445794
-04/03/95--11032--007
***70.00 ***70.00
0095-7159

SUBJECT: HGF-DE STORES LTD.
(Name of corporation)

500001566455
-03/22/95--01096--010
***1400.00 ***1400.00

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business In Florida", "Certificate of Existence", 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:

Jason P. Evans, C.A.
(Name of Person)
Robinson & Company
(Firm/Company)
512 Woolwich Street, Suite 2
(Address)
Guelph, Ontario, Canada N1H 3X7
(City, State and Zip Code)

FILED
05 AUG 22 AM 9:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
ymt

Should you need to call someone concerning this matter, please call:

Jason P. Evans at (519) 837 - 3111
(Name of Person) Area Code & Daytime Telephone Number

COURIER ADDRESS:
Qualification/Registration Sec.
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Qualification/Registration Sec.
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

HARTER, SECRET & EMERY

431 East Fayette Street
Syracuse, New York 13202-1010
315 • 474-4000
FAX 315 • 474-7700

111 Washington Avenue, Suite 2000
Albany, New York 12210-2200
518 • 434-4377
FAX 518 • 440-4025

ATTORNEYS AT LAW
A PARTNERSHIP INCLUDING PROFESSIONAL ASSOCIATIONS
800 LAUREL OAK DRIVE
SUITE 400
NAPLES, FLORIDA 33903-2730

041 • 608-4444
FAX 041 • 608-2781
E MAIL harter%hs&e@rcnmail.com

700 Midtown Tower
Hochstadt, New York 14604-2070
716 • 232-6500
FAX 716 • 232-2162

Please Reply To

July 17, 1995

Michael Mays, Document Specialist
Florida Department of State
Division of Corporations
Foreign Qualification/Tax Lien Section
P.O. Box 6327
Tallahassee, FL 32314

Re: HGF-DF STORES LTD. (INCORPORATED)
Reference Number W95000007159

Dear Mr. Mays:

In response to your letter dated July 13, 1995 (Letter No. 195A00033653) to William F. Brandes, Jr. of our firm, enclosed please find a copy of my letter dated June 23, 1995, addressing the issues stated in your letter.

As discussed in such letter, we respectfully request that any penalty fees against HGF-DF Stores, Ltd. be waived as the company was in no way attempting to avoid registration or avoid paying the annual fee.

Thank you in advance for your assistance.

Very truly yours,
Harter, Secret & Emery



Kelly M. Braun

KMB

cc: Mr. H. Grant Ford

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DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

HARTER, SECRETIST & EMERY

431 East Fayette Street
Syracuse, New York 13202-1010
315 • 474-4000
FAX 315 • 474-7700

One Blanton Place
Albany, New York 12207-2110
518 • 434-4377
FAX 518 • 427-0107

ATTORNEYS AT LAW
A PARTNERSHIP INCLUDING PROFESSIONAL ASSOCIATIONS
100 LAUREL OAK DRIVE
SUITE 400
NAPLES, FLORIDA 33903-2730

813 • 608-4444
FAX 813 • 608-2781

700 Midtown Tower
Rochester, New York 14604-P070
716 • 232-0500
FAX 716 • 232-2162

June 23, 1995

Michael Mays, Corporate Specialist
Florida Department of State
Qualification/Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: HGF-DF STORES LTD. (INCORPORATED)
Reference Number W95000007159

Dear Mr. Mays:

Mr. H.F. Ford, President of the above-referenced corporation, asked that I contact you in response to your letter dated April 3, 1995 regarding the imposition of penalty fees in connection with the corporation's Application by Foreign Corporation for Authorization to Transact Business in Florida.

We would respectfully request that any such penalty fees be waived as the company was in no way attempting to avoid registration or avoid paying the annual fee. The corporation, which is a Canadian corporation, purchased real estate in the State of Florida. Such real estate was occasionally rented by Eagle Creek Property. The corporation has never undertaken any other activities within the State.

The corporation was at all times completely unaware of the registration statutes and was never informed of any such registration requirement by Eagle Creek or otherwise. As soon as Mr. Ford became aware of the registration requirements imposed on foreign corporations by the State of Florida, he immediately filed his application, which your office recently received.

The corporation has in good-faith attempted to comply with the requirements of the statute, and thus we feel it would be just and fair to waive the penalty fees associated with its application.

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55 JUN 22 AM 9:23
TALLAHASSEE, FLORIDA

HARTER, SECRET & EMERY

Michael Mays, Corporate Specialist
June 23, 1995
Page 2

Thank you in advance for your assistance.

Very truly yours,

HARTER, SECRET & EMERY



Kelly M. Braun

KMB:jpw
cc: Mr. H. Grant Ford

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TALLAHASSEE, FLORIDA

95 JUN 22 AM 9:23

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FLORIDA DEPARTMENT OF STATE
Sandra B. Morlham
Secretary of State

April 3, 1995

JASON P. EVANS, C.A.
512 WOOLWICH STREET, STE 2
GUELPH ONTARIO CA N1H 3X7.

SUBJECT: HGF-DF STORES LTD. (INCORPORATED)
Ref. Number: W95000007159

RECEIVED
95 APR 22 AM 9:23
TALLAHASSEE, FLORIDA

We have received your document for HGF-DF STORES LTD. (INCORPORATED) and your check(s) totalling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 607.1502(4) or 617.1502(4), Florida Statutes, requires this office to collect a \$500 penalty fee 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 corporation qualified the year it began operations in this state. The amount due this office to cover both annual report and penalty fees is \$1400.00.

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, a sworn 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.

If you have any questions concerning the filing of your document, please call (904) 487-6097.

Michael Mays
Corporate Specialist

Letter Number: 695A00014983



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 13, 1995

WILLIAM F. BRANDES JR.
HGF-DF STORES LTD (INCORPORATED)
800 LAUREL OAK DR., STE 400
NAPLES, FL 33963

SUBJECT: HGF-DF STORES LTD. (INCORPORATED)
Ref. Number: W95000007159

FILED
JUL 13 1995
TALLAHASSEE, FLORIDA

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 HGF-DF STORES LTD. (INCORPORATED).

The referenced application states that the corporation has transacted business in the State of Florida since January 1, 1993. You were notified by letter dated March 3, 1995, that because of failure to obtain a certificate of authority prior to transacting business in the State of Florida, the corporation is liable for \$1400.00 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.

Michael Mays
Document Specialist Letter No. 195A00033653

Enclosure



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 26, 1995

KELLY M. BRAUN
HARTER, SECREST & EMERY
800 LAUREL AOK DR, SUITE 400
NAPLES, FL 33963-2738

SUBJECT: HGF-DF STORES LTD. (INCORPORATED)
Ref. Number: W95000007159

FILED
TALLAHASSEE, FLORIDA

95 AUG 22 AM 9:23

We have received your document for HGF-DF STORES LTD. (INCORPORATED) and your check(s) totalling \$70.00. However, the document has not been filed and is being retained in this office for the following:

Please be advised that this office has no authority, statutory or otherwise, to waive or reduce the minimum statutorily mandated civil penalties and annual report fees due this office by HGF-DF Stores Ltd., for transacting business in Florida without obtaining authority in violation of s. 607.1501, F.S., since January 1, 1993 as stated on its application. This office does not question HGF-DF Stores Ltd.'s honorable intention to comply with a variety of filing requirements in this state. However, this office is responsible for collecting these referenced minimum civil penalties and annual report fees in accordance with s. 607.1502(4), F.S., prior to issuing HGF-DF Stores Ltd. a certificate of authority to lawfully transact business in Florida.

If you have any questions concerning the filing of your document, please call (904) 487-6092.

Hart Collins
Senior Corporate Section Administrator

Letter Number: 095A00035438



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 15, 1995

KELLY M. BRAUN, ESQ.
HARTER, SECRET & EMERY
800 LAUREL OAK DR, SUITE 400
NAPLES, FL 33963-2738

SUBJECT: HGF-DF STORES LTD. (INCORPORATED)
Ref. Number: W95000007159

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TALLAHASSEE, FLORIDA
DEPARTMENT OF STATE

CERTIFIED MAIL #P 348 067 247 RETURN RECEIPT REQUESTED

This letter constitutes notice that the Department of State (Department) intends to pursue all legal remedies provided in Sections 607.0130(3) and 607.1502(4), Florida Statutes, because of the failure of HGF-DF STORES LTD. (INCORPORATED) to pay the appropriate penalties and fees incurred by the transacting of business as a foreign corporation in Florida without authority. I have enclosed a copy of Sections 607.0130(3), 607.1501 and 607.1502, Florida Statutes, for your review.

The application submitted by HGF-DF STORES LTD. (INCORPORATED) for authority to transact business in Florida indicates that the corporation transacted business in Florida prior to qualifying. As a result, associated penalties and fees imposed by Section 607.1502(4), Florida Statutes, are due and owing the Department.

Penalties and fees in the amount of \$1400.00 are now due. To avoid further penalty, payment must be remitted within 45 days of receipt of this letter. Please make your check payable to the Department of State and forward it to this office.

In the event the date business was first transacted in Florida is incorrect or the activity falls under an enumerated exemption provided in Section 607.1501(2), Florida Statutes, please provide this office with an affidavit to that effect. If it is determined that the affidavit establishes either circumstance, all penalties and fees previously imposed will either be withdrawn or will be recalculated in accordance with the corrected information, and the application will be processed accordingly. If you have any questions regarding this matter, please telephone (904) 487-6091. I look forward to your response.

Sincerely,

Marc W. Dunbar, Assistant General Counsel

Enclosures Letter No. 895A00038163

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

③

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE
STATE OF FLORIDA:

1. HGF-DE STORES LTD. (INCORPORATED)
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "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.)

2. Ontario, Canada 3. Applied For
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. October 30, 1985 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. January 1, 1993
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))

7. 25 Fox Run Drive, RR#3
Guelph, Ontario, Canada H1H 6H9
(Current mailing address)

8. Rental of residential/vacation properties
(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:
Name: William F. Brandes, Jr.
Office Address: c/o Harter, Secrest & Emery
800 Laurel Oak Dr., Suite 400
Naples, Florida, 33963
(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.

William F. Brandes, Jr.
(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.

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DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

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

A. DIRECTORS

Chairman: H.G. Ford

Address: 25 Fox Run Drive, RR#3

Guelph, Ontario, Canada N1H 6H9

~~Chairman~~ Director: Steven Ford

Address: 50 Shoemaker Crescent

Guelph, Ontario, Canada N1K 1M5

Director: Jayne Ford

Address: 263 Auden Road

Guelph, Ontario, Canada N1E 6N5

Director: Terri-Ann Ford

Address: 136 Henderson St.

Cambridge, Ontario, Canada N3C 2G4

B. OFFICERS

President: H.G. Ford

Address: 25 Fox Run Drive, RR#3

Guelph, Ontario, Canada N1H 6H9

Vice President: _____

Address: _____

Secretary: _____

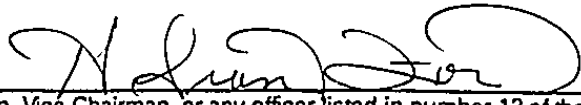
Address: _____

Treasurer: _____

Address: _____

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
95 AUG 22 AM 9:23
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NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

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

14. H. Grant Ford, President
(Typed or printed name and capacity of person signing application)



Ontario

Ministry of
Consumer and
Commercial Relations

Ministère de
la Consommation
et du Commerce

Business Division
Companies Branch
393 University Ave Suite 200
Toronto ON M5G 2M2

Direction des affaires commerciales
Direction des compagnies
393 ave University Bureau 200
Toronto ON M5G 2M2

Certificate of Status Certificat de Statut Documentaire

This is to certify that according to the records of the companies branch

Je certifie par les présentes que, conformément aux dossiers de la Direction des compagnies,

HGF-D.F. STORES LTD.

Ontario Corporation No.

Numéro matricule de la personne morale en Ontario

000643093

is a corporation incorporated, amalgamated or continued under the laws of the Province of Ontario.

est constituée, fusionnée ou prorogée en vertu des lois de la province de l'Ontario.

The corporation came into existence on

La personne morale a été fondée le

OCTOBER 30 OCTOBRE, 1985

and has not been dissolved.

et n'a pas été dissoute.

Dated

Fait le

MARCH 13 MARS, 1995

Assistant

Controller of Records
Contrôleur des dossiers

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

95 AUG 22 AM 9:23

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F95000004039



CO Robinson & Company
512 Woodloch Street, Suite #2
Oshkosh, Ontario, N1H 4S7

000000 741850
-03/19/96--01031--009
*****35.00 *****35.00
Office Use Only

MEMBER(S), (if known):

1. _____ (Corporation Name) (Document #)
2. _____ (Corporation Name) (Document #)
3. _____ (Corporation Name) (Document #)
4. _____ (Corporation Name) (Document #)

- Walk in Pick up time _____ Certified Copy
 Mail out Will wait Photocopy Certificate of Status

FILED
 36 MAR 18 PM 1:00
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

| NEW FILINGS | |
|--------------------------|-------------------|
| <input type="checkbox"/> | Profit |
| <input type="checkbox"/> | NonProfit |
| <input type="checkbox"/> | Limited Liability |
| <input type="checkbox"/> | Domestication |
| <input type="checkbox"/> | Other |

| AMENDMENTS | |
|--------------------------|--|
| <input type="checkbox"/> | Amendment |
| <input type="checkbox"/> | Resignation of R.A., Officer/ Director |
| <input type="checkbox"/> | Change of Registered Agent |
| <input type="checkbox"/> | Dissolution/Withdrawal |
| <input type="checkbox"/> | Merger |

| OTHER FILINGS | |
|--------------------------|------------------|
| <input type="checkbox"/> | Annual Report |
| <input type="checkbox"/> | Fictitious Name |
| <input type="checkbox"/> | Name Reservation |

| REGISTRATION/ QUALIFICATION | |
|-----------------------------|---------------------|
| <input type="checkbox"/> | Foreign |
| <input type="checkbox"/> | Limited Partnership |
| <input type="checkbox"/> | Reinstatement |
| <input type="checkbox"/> | Trademark |
| <input type="checkbox"/> | Other |

Handwritten: F95000004039
3/17/96
[Signature]

Examiner's Initials

**APPLICATION BY FOREIGN CORPORATION FOR WITHDRAWAL OF AUTHORITY
TO TRANSACT BUSINESS IN FLORIDA**

HGF-DF Storon Ltd. (Incorporated)
(Name of Corporation)

Province of Ontario
(Incorporated Under Laws Of)

This corporation is no longer transacting business within the State of Florida and hereby voluntarily surrenders its authority to transact business in Florida.


This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business in Florida.

The following is a current mailing address to which the Department of State may mail a copy any process against this corporation that may be served on the Department.

25 Fox Run Drive, R.R. # 3
(Mailing Address)

Guelph, Ontario, Canada N1H 6H9
(City - State - Zip)

The corporation agrees to notify the Department of State in the future of any change in its mailing address.

X 
H. Grant Ford, President
Signature
Name and Title

March 15, 1996
Date

FILED
36 MAR 18 11:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA