

F97000006558

LA OFFICES  
EDWARD E. LEVINSON, F.A.  
PENTHOUSE SOUTHEAST  
407 LINCOLN ROAD  
MIAMI BEACH, FLORIDA 33139

November 17, 1997

TELEPHONE 534-8171  
AREA CODE 305  
TELEX 706615 WCLMIA LD  
TELEFAX 538-5504

Qualifications/Tax Lien Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Re: Application of Walter M. Buchroeder & Son Inc., an  
Illinois corporation, to transact business in the State  
of Florida

200002351532--1  
-11/19/97-01035-001  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Dear Sir or Madam:

These offices represent the above corporation and is also the  
registered agent in connection with its application to transact  
business in the State of Florida.

I am enclosing herewith the following:

W97-26137

P.550

1. The application of my client, together with a check  
payable to the Florida Department of State in the amount of \$78.75,  
which represents a registration fee of \$70.00 and \$8.75 for a  
Certificate of Status.

2. Certified copy of a Certification of Good Standing, from  
the State of Illinois, dated November 10, 1997, together with a  
certified copy of the original Articles of Incorporation filed with  
the Secretary of State of Illinois on November 8, 1946.

I would appreciate you returning the Certificate of Status to  
the undersigned once it has been issued.

If there is any further information you need, please advise.

Very truly yours,

EDWARD E. LEVINSON

EEL/dlm  
Enclosures  
gendocs\letters\jshelley.mis

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 DEC 12 AM 8:23  
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F97-6558

## TRANSMITTAL LETTER

To: Qualification/Tax Lien Section  
Division of Corporations

SUBJECT: WALTER M BUCHROEDER & SON 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", 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:

JOSEPH P. SHELLEY JR  
(Name of Person)

ASBEKA INDUSTRIES  
(Firm/Company)

2372 McDONALD AVE  
(Address)

BROOKLYN, NY 11223  
(City/State/Zip)

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

JOSEPH P. SHELLEY JR at (718) 449-5700  
(Name of Person) (Area Code & Daytime Telephone Number)

### COURIER ADDRESS:

Qualification/Tax Lien Section  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32399

### MAILING ADDRESS:

Qualification/Tax Lien Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

November 19, 1997

EDWARD E. LEVINSON  
EDWARD E. LEVINSON, P.A.  
407 LINCOLN ROAD, PENTHOUSE SOUTHEAST  
MIAMI BEACH, FL 33139

SUBJECT: WALTER M. BUCHROEDER & SON, INC.  
Ref. Number: W97000026137

We have received your document for WALTER M. BUCHROEDER & SON, INC. and your check(s) totaling \$78.75. However, the document has not been filed and is being retained in this office for the following:

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 and penalty fees is \$3,565.00.

Enclosed please find a copy of section 607.1501 or 617.1501, Florida Statutes, which lists those activities that do not constitute transacting business 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 in Florida prior to the year the application was submitted did not constitute transacting business pursuant to section 607.1501 or 617.1501, Florida Statutes.

If you have any questions concerning the filing of your document, please call (850) 487-6958.

Lee Rivers  
Document Examiner

Letter Number: 297A00055470

LAW OFFICES

EDWARD E. LEVINSON, P.A.

PENTHOUSE SOUTHEAST

407 LINCOLN ROAD

MIAMI BEACH, FLORIDA 33139

December 10, 1997

TELEPHONE 534-6171

AREA CODE 305

TELEX 706615 WCLMIA LD

TELEFAX 538-5504

Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Attention: Lee Rivers, Document Examiner

Re: Application of Walter M. Buchroeder & Son Inc., an  
Illinois corporation, to transact business in the State  
of Florida/Ref. Number: W97000026137

Dear Mr. Rivers:

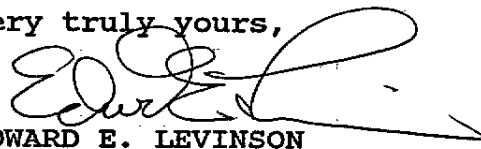
These offices represent the above corporation, who has filed  
an Application to Transaction Business in the State of Florida.

In accordance with your letter to me of November 19, 1997, a  
copy of which is attached, I am enclosing herewith an Affidavit of  
Joseph P. Shelley, Jr., the President of the corporation, dated  
December 9, 1997, which sets forth the reasons why the actions  
taken by the corporation prior to the date of the Application were  
exempt under Florida Statutes. Based upon the Affidavit, I would  
appreciate you accepting the filing of this Application and  
forwarding to me a Certificate of Status.

If there is any further information you need, please advise.

Thank you very much for your cooperation and courtesy in this  
matter.

Very truly yours,



EDWARD E. LEVINSON

EEL/dlm

Enclosures

cc: Walter M. Buchroeder & Son Inc.

gendocs\letters\jshelley.mis

## AFFIDAVIT

STATE OF NEW YORK )

COUNTY OF Westchester )

BEFORE ME the undersigned authority, personally appeared JOSEPH P. SHELLEY, JR., who is ( ) personally known to me or (✓) produced a Driver ID as identification, and who upon being first duly sworn, deposes and says:

1. That he is a President of Walter M. Buchroeder & Sons Inc., an Illinois corporation, whose address is 2372 McDonald Avenue, Brooklyn, New York 11223.

2. That on or about November 19, 1997, there was filed with the Florida Department of State, Division of Corporations, application for the above corporation to transact business in the State of Florida.

3. That in said application the undersigned inadvertently stated in question number 6, that the corporation first transacted business in Florida on December 1, 1994.

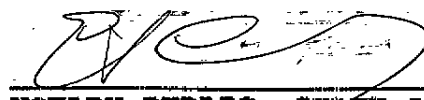
3. The date December 1, 1994 was erroneously listed on the application in that the actions by the corporation on that date did not constitute transacting business within Section 607.1501(1) of the Florida Statutes. The actions taken by the corporation were exempt under Florida Statutes 607.1501(2) (g) and (h).

FURTHER, AFFIANT SAYETH NAUGHT.

  
JOSEPH P. SHELLEY, JR.,

SWORN TO AND SUBSCRIBED before me this 9 day of December, 1997.

ELIOT M. CHESTNUT  
Notary Public, State of New York  
No. 4841490  
Appointed in Westchester  
County, New York

  
NOTARY PUBLIC, STATE OF NEW YORK

My Commission Expires

[NOTARIAL SEAL]

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FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

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- 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.

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 and addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

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

Chairman: \_\_\_\_\_

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

Vice Chairman: \_\_\_\_\_

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

Director: \_\_\_\_\_

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

Director: \_\_\_\_\_

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

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

President: JOSEPH P. SHELLEY JR.

Address: 2372 McDONALD AVE BROOKLYN NY 11223

Vice President: \_\_\_\_\_

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

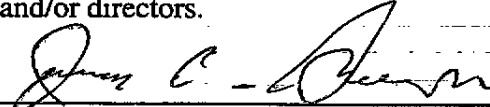
Secretary: \_\_\_\_\_

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

Treasurer: \_\_\_\_\_

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

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

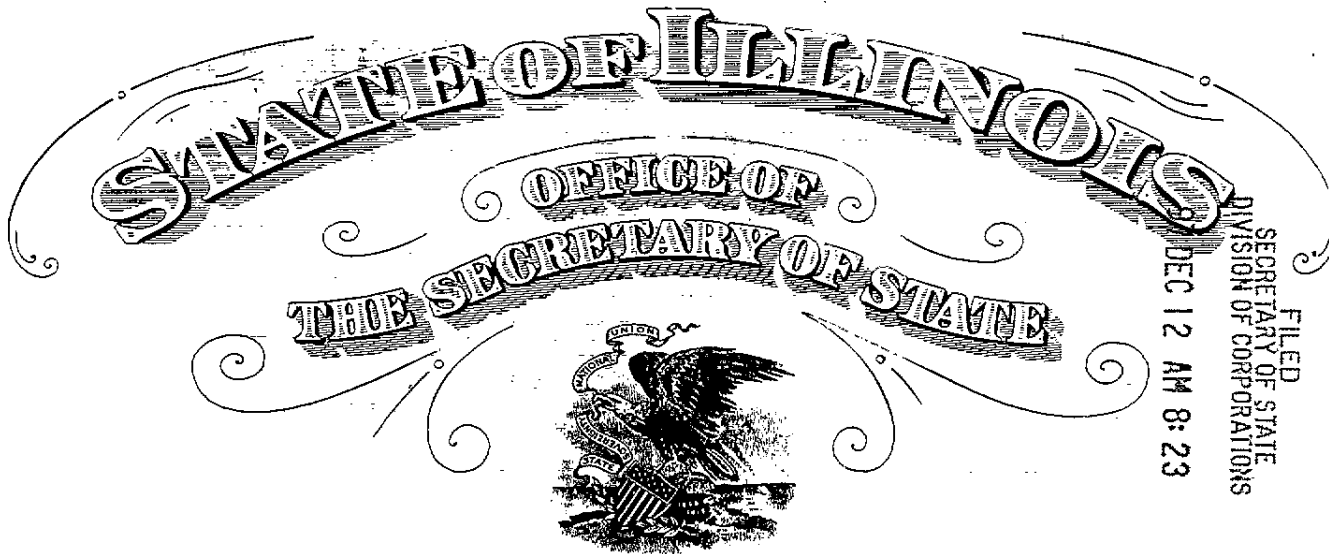
13. X   
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. JOSEPH P. SHELLEY JR.  
(Typed or printed name and capacity of person signing application)

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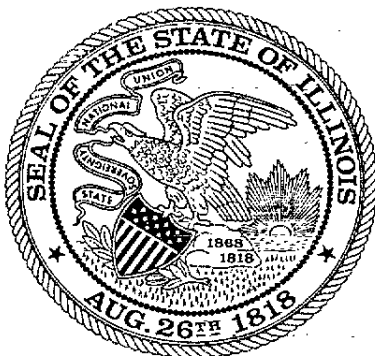
FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

File Number 2932-625-8



**To all to whom these Presents Shall Come, Greeting:**

*I, George H. Ryan, Secretary of State of the State of Illinois,*  
*do hereby certify that* WALTER M. BUCHROEDER & SON, INC., A DOMESTIC CORPORATION, INCORPORATED UNDER THE LAWS OF THIS STATE NOVEMBER 8, 1946, APPEARS TO HAVE COMPLIED WITH ALL THE PROVISIONS OF THE BUSINESS CORPORATION ACT OF THIS STATE RELATING TO THE FILING OF ANNUAL REPORTS AND PAYMENT OF FRANCHISE TAXES, AND AS OF THIS DATE, IS IN GOOD STANDING AS A DOMESTIC CORPORATION IN THE STATE OF ILLINOIS\*\*\*\*\*



**In Testimony Whereof,** *I hereto set*  
*my hand and cause to be affixed the Great Seal of*  
*the State of Illinois this* 10TH  
*day of* NOVEMBER *A.D., 19* 97

*George H. Ryan*  
\_\_\_\_\_  
SECRETARY OF STATE