

F00000002862

To: Registration Section
Division of Corporations

USApubs.com, Inc.

SUBJECT: _____
(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:

Suzanne Tortorice

(Name of Person)

Special Data Processing, Corp.

(Firm/Company)

16120 US Hwy. 19 N.

(Address)

Clearwater, FL 33764

(City/State/Zip)

500003223655--1
-04/25/00--01096--001
*****70.00 *****70.00

FILED
00 MAY 18 PM 4:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

Suzanne Tortorice

at (727) 535-0205

(Name of Person)

(Area Code & Daytime Telephone Number)

STREET ADDRESS:

Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Registration 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

F00-2862
05-22

Name	Available
Document	Excluded
Updater	Updated
Under	Verified
Acknowledgment	Completed

USApubs.com, Inc.

16120 US Hwy 19 N
Clearwater, FL 33764

May 11, 2000

Ms. Tammi Cline
Florida Department of State
Divisions of Corporations
P O Box 6327
Tallahassee, FL 32314

Reference Letter Number: 900A00024515

Dear Ms. Cline;

In response to your letter concerning USApubs.com, Inc. registration as a foreign corporation in the State of Florida.

Please take the following into consideration as an appeal to withdraw your request for the proposed penalties.


USApubs.com, Inc., a Delaware corporation, is a holding company that purchased all of the outstanding shares of Special Data Processing Corporation, a Florida corporation, on July 16, 1999. The actual closing of the purchase was conducted in Chicago, IL. USApubs.com has not actually conducted any business within the State of Florida and does not intend to at this point. Special Data Processing Corporation conducts all of the Florida business. Special Data Processing Corporation is registered to conduct business in the State of Florida. The only reason that USApubs.com, Inc. has applied for a registration in Florida is so the companies can file consolidated tax returns.

When applying for the registration we did not realize that using the July 16, 1999 date was going to create a penalty situation or we would have used the term "upon qualification". It was this ignorance that has caused this situation to occur.

Please take into consideration the information above and withdraw your request for the proposed penalties.

Thank you for your consideration of this matter.

Sincerely,


Richard L. Frost,
Director of Finance

FILED
00 MAY 18 PM 4:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

May 3, 2000

SUZANNE TORTORICE
16120 US HIGHWAY 19 N.
CLEARWATER, FL 33764

SUBJECT: USAPUBS.COM, INC.
Ref. Number: W00000011579

We have received your document for USAPUBS.COM, 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:

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/uniform business 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 \$1150.00.

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 (850) 487-6020.

Tammi Cline
Document Specialist

Letter Number: 900A00024515

FILED
00 MAY 18 PM 4:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

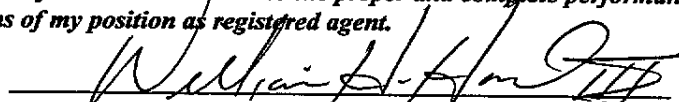
*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. USApubs.com, Inc.
(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. State of Delaware 3. 36-4303858
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 5-14-99 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. 7-16-99
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. a. 16120 US 19 N., Clearwater, FL 33764
(Principal office address)
- b. P.O. Box 9085, Clearwater, FL 33758
(Current mailing address)
8. To engage in any lawful action or activity for which corporations may be organized under the General Corporation Law of the State of DE.
(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 or Mail Drop Box **NOT** acceptable)
- Name: William H. Hood III
- Office Address: 16120 US Hwy 19 N.
Clearwater, 33764
, Florida (Zip code)

FILED
00 MAY 18 PM 4:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.

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

A. DIRECTORS

Chairman: See Attached

Address:

Vice Chairman:

Address:

Director:

Address:

Director:

Address:

B. OFFICERS

President: William H. Hood III

Address: 16120 US Hwy. 19 N.

Clearwater, FL 33764

Vice President:

Address:

Secretary:

Address:

Treasurer:

Address:

FILED
00 MAY 18 PM 4:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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. William H. Hood III, President

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

USApubs.com, Inc.

Directors

David H. Moscow
Suite 320
414 North Orleans Street
Chicago, IL 60610

David W. Anderson
Special Data Processing Corp.
16120 U.S. 19 N.
Suite 200
Clearwater, FL 33764

James D. Dunning, Jr.
DWS Holdings
% The Dunning Group
333 Ludlow Street, #16
Stamford, CT 06902

Milton J. Block
Applied Interactive Media
49 West 27th Street
4th Floor
New York, NY 10001-6936

William H. Hood III
Special Data Processing Corp.
16120 U.S. 19 N.
Suite 200
Clearwater, FL 33764

Daniel H. Blumenthal
Willis, Stein & Partners II, L.P.
227 West Monroe Street
Suite 4300
Chicago, IL 60603

Avy H. Stein
Willis, Stein & Partners II, L.P.
227 West Monroe Street
Suite 4300
Chicago, IL 60603

Officers

Title

Milton J. Block
Applied Interactive Media
49 West 27th Street
4th Floor
New York, NY 10001-6936

Vice Chairman

William H. Hood III
Special Data Processing Corp.
16120 U.S. 19 N.
Suite 200
Clearwater, FL 33764

President

Daniel H. Blumenthal
Willis, Stein & Partners II, L.P.
227 West Monroe Street
Suite 4300
Chicago, IL 60603

Vice President

Avy H. Stein
Willis, Stein & Partners II, L.P.
227 West Monroe Street
Suite 4300
Chicago, IL 60603

Secretary

Roy Jain
Willis, Stein & Partners II, L.P.
227 West Monroe Street
Suite 4300
Chicago, IL 60603

Assistant Secretary

FILED
00 MAY 18 PM 4: 20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

State of Delaware
Office of the Secretary of State PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "USAPUBS.COM, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE NINETEENTH DAY OF APRIL, A.D. 2000.



A handwritten signature in cursive script, reading "Edward J. Freel", is written over a horizontal line.

Edward J. Freel, Secretary of State

3043320 8300

001200483

AUTHENTICATION:

0391766

DATE:

04-19-00