

# F00000003605

## TRANSMITTAL LETTER

To: Qualification/Tax Lien Section  
Division of Corporations

SUBJECT: Fidlar Acquisition Co.  
(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:

Mark E. Mueller, Esq.  
(Name of Person)

Driggers, Schultz & Herbst  
(Firm/Company)

2600 W. Big Beaver Road, Suite 550  
(Address)

Troy, Michigan 48084  
(City/State/Zip)

800003175578--0  
-03/20/00--01078--012  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

800003175578--0  
-06/20/00--01007--004  
\*\*\*\*\*650.00 \*\*\*\*\*650.00

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

Mark E. Mueller at ( 248 ) 649-6000  
(Name of Person) (Area Code & Daytime Telephone Number)

FILED  
00 JUN 20 PM 3:32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Name	3/23/00
Availability	STREET ADDRESS:
Document	Qualification/Tax Lien Section
Examiner	Division of Corporations
Updater	409 E. Gaines St.
	Tallahassee, FL 32399
Updater	Enclosed is a check for the following amount:
Verifier	DCC
Acknowledgement	<input type="checkbox"/> \$70.00 Filing Fee
W. P. Verifier	DCC

### MAILING ADDRESS:

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

*Penalty*

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 &

Filing Fee 650.00

R. AGENT FEE

C. COPY

TOL

N. BANK

BALANCE DUE

REFUND

✓

F00000003605

222,2832(1,150.00) 671

**DRIGGERS, SCHULTZ & HERBST**

A PROFESSIONAL CORPORATION  
COUNSELORS AT LAW  
2600 WEST BIG BEAVER ROAD  
SUITE 550

TROY, MICHIGAN 48064

TELEPHONE (248) 649-6000  
TELECOPIER (248) 649-6442

LAURENCE S. SCHULTZ  
JAY A. HERBST  
RICHARD B. TOMLINSON  
DANIEL R. BOYNTON  
JOSEPH W. THOMAS  
RAYMOND J. STERLING  
WILLIAM C. SCHAEFER  
EDWARD S. TOTH  
MARK E. MUELLER  
CHRISTOPHER P. MANSUR  
ANDREW R. BISCOGLIA

NATHAN B. DRIGGERS  
(1929 - 1996)

OF COUNSEL  
LAURA D. MASON

March 28, 2000

Ms. Diane Cushing  
Corporate Specialist  
Florida Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, Florida 32314

**Re: Fidlar Acquisition Co.**

Dear Ms. Cushing:

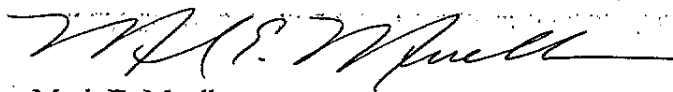
We received your letter dated March 23, 2000 regarding Fidlar Acquisition Co. A copy of your letter is enclosed for your reference. Fidlar Acquisition Co. acquired the assets and business of The Fidlar Company on December 7, 1999. At that time, we identified those jurisdictions in which the seller's business had qualified to do business and promptly registered in those jurisdictions. We later determined, after further review of the business operations which were acquired, that registration in other states, including Florida, was advisable.

Indeed, in reviewing the Florida corporate records, we recently discovered that Fidlar & Chambers Co. and The Fidlar Company were authorized to transact business in Florida from July 1990 to May 1999. We are writing to request that the civil penalties assessed in the attached letter be waived in light of our efforts to bring any Florida operations into compliance.

If you have any questions regarding this matter, please call.

Very truly yours,

DRIGGERS, SCHULTZ & HERBST



Mark E. Mueller

MEM/csb  
Enclosure

RECEIVED

APR 20 2000

Office of General Counsel  
Department of State

TO: Gerry York, General Counsel's Office  
FROM: Brenda L. Tadlock, Registration Section  
DATE: April 18, 2000  
SUBJECT: FIDLAR ACQUISITION CO.  
REFERENCE: W00000007802

The attached documents and correspondence are being forwarded to you for appropriate handling.

Please note the attached documents appear to meet the filing requirements stipulated in Chapter 607, Florida Statutes, with the exception of any penalty or annual report fees that may be due this office.

Should you have any further questions concerning this matter, please do not hesitate to get in touch.

/blt

Attachments



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

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**F A C S I M I L E   T R A N S M I T T A L**

**TO FAX NUMBER:** (248) 649-6442

**Please deliver the following pages to:**

**NAME:** Mr. Mark E. Mueller, Esq.,

**COMPANY:** Driggers, Schultz & Herbst

**CITY/STATE:** Troy, Michigan

**SENDER:** Gerard T. York, Esq.,  
Assistant General Counsel

**DATE/TIME:** 04/20/00 10:23 AM

**NUMBER OF PAGES (including transmittal sheet):**2

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

**COMMENTS:** This communication is in response to your letter regarding annual report fees and statutory penalties which would be assessed against Fidlar Acquisition Company under section 607.1502(4), Florida Statutes.

An application filed with the Division of Corporations indicates Fidlar Acquisition Company has transacted business in Florida since 1999. Accordingly, an amount of \$1150.00 is due, reflecting annual report fees of \$150.00 and statutory penalties of \$1000.00. We would, however, offer to settle the issue of annual report fees and foreign non-qualified penalties from Fidlar Acquisition Company for the sum of \$650.00, reflecting annual report fees from 1999 of \$150.00 and penalties from 1999

of \$500.00 assessed at the statutory minimum of \$500.00 per year. This offer remains in effect until ~~May 31, 2000~~ June 30, 2000

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 Fidler Acquisition Company 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.

If there are any problems in receiving this transmission, call Cara at 850/414-5536 or Suncom 994-5536.

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

**DRIGGERS, SCHULTZ & HERBST**

A PROFESSIONAL CORPORATION  
COUNSELORS AT LAW  
2600 WEST BIG BEAVER ROAD  
SUITE 550

TROY, MICHIGAN 48064

TELEPHONE (248) 649-8000

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ELIZABETH M. MALONE  
JUDITH SAWICKI

NATHAN B. DRIGGERS  
(1929 - 1996)

OF COUNSEL  
LAURA D. MASON

June 9, 2000

Gerald T. York, Esq.  
Assistant General Counsel  
Florida Department of State  
LL-10 The Capitol  
Tallahassee, Florida 32399-0250

**Re: Fidlar Acquisition Co.**


Dear Mr. York:

Thank you for your fax letter of April 20, 2000. We have enclosed this firm's check in the amount of \$650.00 reflecting annual report fees and assessments for 1999. Please instruct the Division of Corporations to issue Fidlar Acquisition Co. a Certificate of Authority to Transact Business in Florida.

Please contact me if you have any questions.

Very truly yours,

DRIGGERS, SCHULTZ & HERBST



Mark E. Mueller

MEM/csb  
Enclosure



# *Department of State*

## *Memorandum Office of the General Counsel*

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TO: File

FROM: Gerard York, Assistant General Counsel

DATE: June 13, 2000

RE: Fidler Acquisition Co.

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Based on my review of the file and the payments received from the corporation, it is my recommendation that this file be closed. Corporation has paid outstanding report fees from 1999 of \$ 150.00 and foreign non-qualified penalties of \$ 500.00 assessed at the statutory minimum of \$ 500.00 per year. 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

*cc*



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

March 23, 2000

MARK E. MUELLER, ESQ.  
DRIGGERS, SCHULTZ & HERBST  
2600 W. BIG BEAVER ROAD, SUITE 550  
TROY, MI 48084

SUBJECT: FIDLAR ACQUISITION CO.  
Ref. Number: W00000007802

We have received your document for FIDLAR ACQUISITION CO. and your check(s) totaling \$87.50. 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/uniform business report and penalty fees is \$1,150.00.

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) 487-6913.

Diane Cushing  
Corporate Specialist

Letter Number: 800A00016153




**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. Fidlar Acquisition Co.  
(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. Michigan 3. 38-3500235  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. November 12, 1999 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. December 8, 1999  
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 1919 E. Kilgore Road  
Kalamazoo, MI 49001  
(Current mailing address)
8. To engage in any activity within the purposes for which a corporation may be organized under the corporate laws of the State of Florida.  
(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: CT Corporation System  
Office Address: 1200 S. Pine Island Rd.  
Plantation, Florida, 33324  
(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.*

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

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00 JUN 20 PM 3:32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

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

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

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

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

Director: John E. Elliott, II

Address: 1919 E. Kilgore Rd.

Kalamazoo, MI 49001

Director: Richard E. Sharpe

Address: 1919 E. Kilgore Rd.

Kalamazoo, MI 49001

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

President: John E. Elliott, II

Address: 1919 E. Kilgore Rd.

Kalamazoo, MI 49001

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

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

Secretary: Richard E. Sharpe

Address: 1919 E. Kilgore Rd.

Kalamazoo, MI 49001

Treasurer: Richard E. Sharpe

Address: 1919 E. Kilgore Rd.

Kalamazoo, MI 49001

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

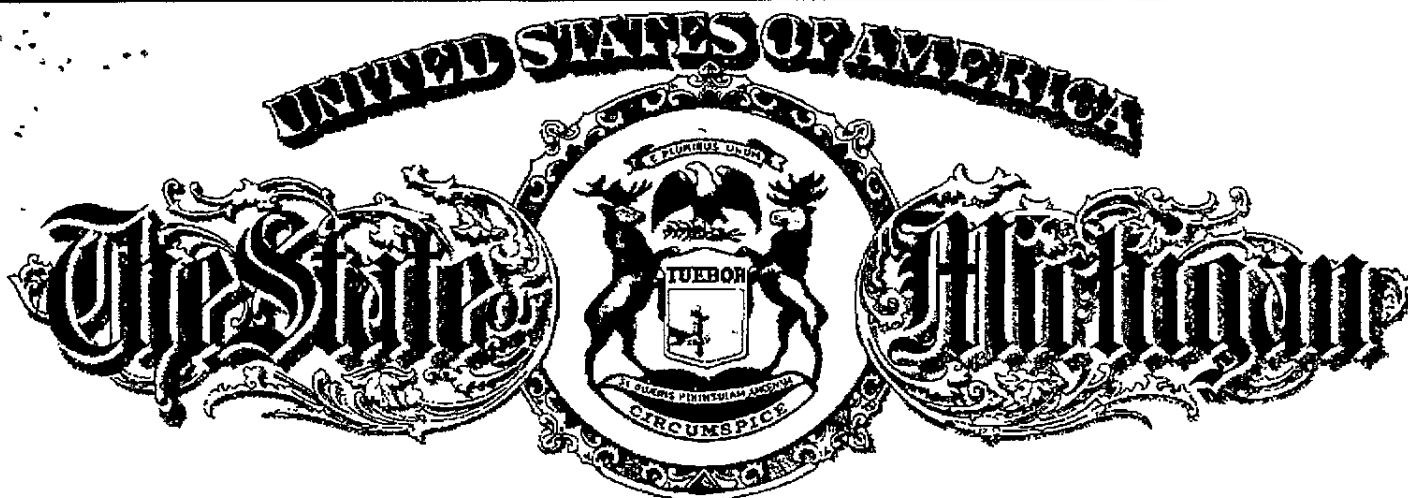
13. 

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

14. John E. Elliott, II, President

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

FILED  
00 JUN 20 PM 3:32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



Michigan Department of Consumer and Industry Services

Lansing, Michigan

This is to Certify That

FIDLAR ACQUISITION CO.

was validly incorporated on November 12, 1999, as a Michigan profit corporation, and said corporation is validly in existence under the laws of this State.

This certificate is issued to attest to the fact that the corporation is in good standing in this office as of this date and is duly authorized to transact business or conduct affairs in Michigan and for no other purpose. It is in the usual form, made by me as the proper officer, and is entitled to have full faith and credit given it in every court and office within the United States.

In testimony whereof, I have hereunto set my hand and affixed the Seal of the Department, in the City of Lansing, this 23rd day of February, 2000.

, Director

173 0478988

Corporation, Securities and Land Development Bureau

FILED  
00 JUN 20 PM 3:32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA