

F00000004944

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section  
Division of Corporations

SUBJECT: Hugh Edmonds Motels, 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:

Clay Staggs, Esq.  
(Name of Person)  
Hubbard, Smith, McIlwain, Brakefield & Browder, P.C.  
(Firm/Company)  
P.O. Box 2427  
(Address)  
Tuscaloosa, AL 35403-2427  
(City/State/Zip)

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

Clay Staggs at ( 205 ) 345-6789 X30  
(Name of Person) (Area Code & Daytime Telephone Number)

FILED  
00 SEP - 1 AM 10:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

900003318859-1  
-07/11/00-01008-014  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

900003318859

900003318859-1  
-09/06/00-01042-006  
\*\*\*\*\*650.00 \*\*\*\*\*650.00

MAILING ADDRESS:

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

G. TAX  
FILING 650.00  
R. AGENT FEE  
N. BANK  
BALANCE DUE  
REFUND

Name	STREET ADDRESS:
Qualification/Tax Lien Section	
Division of Corporations	
409 E. Gaines Str	
Tallahassee, FL 32399	
Enclosed is a check for the following amount:	
<input checked="" type="checkbox"/> \$70.00 Filing Fee	
<input type="checkbox"/> \$78.75 Filing Fee & Certificate of Status	
<input type="checkbox"/> \$78.75 Filing Fee & Certified Copy	
<input type="checkbox"/> \$87.50 Filing Fee, Certificate of Status & Certified Copy	
W. P. Verifier	DCC

500000017611

F00000004944

3 pages

✓

**HUBBARD, SMITH, MCILWAIN, BRAKEFIELD & BROWDER, P.C.**

ATTORNEYS AT LAW  
808 LURLEEN WALLACE BLVD., NORTH  
P.O. BOX 2427  
TUSCALOOSA, ALABAMA 35403-2427

MICHAEL D. SMITH  
CHRISTOPHER L. MCILWAIN  
W. MARCUS BRAKEFIELD  
HERBERT E. "CHIP" BROWDER  
JUSTICE D. "JAY" SMYTH, III  
ELIZABETH COLWICK HAMNER  
GARY E. SULLIVAN  
SHANNON CLAY STAGGS

Writer's Extension: 30  
Writer's E-Mail: cstaggs@hsmmbb.com

PERRY HUBBARD  
1921-1991

TELEPHONE  
(205) 345-6789

TELECOPY  
(205) 759-1195

August 17, 2000

Qualification/Tax Lien Section  
Division of Corporations  
Florida Department of State  
Attn: Diane Cushing  
P.O. Box 6327  
Tallahassee, FL 32314

Re: Hugh Edmonds Motels, Inc.

Dear Ms. Cushing:

I represent the above-referenced corporation, which is incorporated under the laws of the State of Alabama. On July 6, 2000, my client submitted a completed Application by Foreign Corporation to Transact Business in Florida, together with a valid Certificate of Existence from the Alabama Secretary of State, and check for \$70.00 to cover the applicable filing fee.

By letter dated July 13, 2000, you wrote back informing me that my client's application had been received but not filed because penalties and fees totaling \$1,150.00 (\$1,000.00 civil penalty for transacting business in Florida before filing an application and \$150.00 annual report fee) were due. A copy of your letter is enclosed. I am writing this letter on behalf of my client to seek a waiver of these penalties and fees.


The only business my client transacts in Florida is the rental of a piece of commercial property to a business tenant under a triple net lease. My client was presented the opportunity to purchase this property as part of a like kind exchange which was extremely time pressured to close. My client simply did not have the time, before the closing of the sale had to take place, to obtain the necessary certificate of existence from Montgomery, secure a registered agent in Florida, and have the forms completed and submitted before technically beginning to do business in Florida immediately upon closing. For these reasons, I formally submit my client's request for a waiver of all or any portion of the penalties and fees stated above.

It is my understanding from your letter that if my client does not submit its penalty by September 11, 2000 (60 days from your July 13, 2000, letter), then its application will be considered abandoned. I would appreciate a response to this request as soon as possible so that, once your

decision is known, my client can still have time to evaluate whether to abandon the filing or pay whatever penalty or fee may yet be required. Please feel free to contact me at the number above if you have any questions or if you can answer this request telephonically.

Thank you very much for your prompt attention to this matter. I look forward to hearing from you soon.

Sincerely,

A handwritten signature in cursive script that reads "Clay Staggs". The signature is written in black ink and includes a horizontal line extending from the end of the name.

Clay Staggs

pc: Steve Edmonds  
Chip Browder, Esq.

RECEIVED

AUG 24 2000

Office of General Counsel  
Department of State

TO: Gerry York, General Counsel's Office  
FROM: *blt* Brenda L. Tadlock, Registration Section  
DATE: August 23, 2000  
SUBJECT: HUGH EDMONDS MOTELS, INC.  
REFERENCE: W00000017611

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



8/24/00  
Staggs will  
recommend to  
his clients

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

---

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

**TO FAX NUMBER:** (205) 759-1195

**Please deliver the following pages to:**

**NAME:** Mr. Clay Staggs, Esq.,

**COMPANY:** Hubbard, Smith, McIlwain, et al.

**CITY/STATE:** Tuscaloosa, Alabama

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

**DATE/TIME:** 08/24/00 3:06 PM

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

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

**COMMENTS:** This communication is in response to your letter dated August 17, 2000 regarding annual report fees and statutory penalties assessed against Hugh Edmonds Motels, Inc., under section 607.1502(4), Florida Statutes.

We would offer to settle the issue of annual report fees and foreign non-qualified penalties from Hugh Edmonds Motels, Inc., 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 September 29, 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 Hugh Edmonds Motels, Inc., 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**

HUBBARD, SMITH, MCILWAIN, BRAKEFIELD & BROWDER, P.C.

ATTORNEYS AT LAW  
808 LURLEEN WALLACE BLVD., NORTH  
P.O. BOX 2427  
TUSCALOOSA, ALABAMA 35403-2427

MICHAEL D. SMITH  
CHRISTOPHER L. MCILWAIN  
W. MARCUS BRAKEFIELD  
HERBERT E. "CHIP" BROWDER  
JUSTICE D. "JAY" SMYTH, III  
ELIZABETH COLWICK HAMNER  
GARY E. SULLIVAN  
SHANNON CLAY STAGGS

Writer's Extension: 30  
Writer's E-Mail: cstaggs@hsmmbb.com

PERRY HUBBARD  
1921-1991

TELEPHONE  
(205) 345-6789

TELECOPY  
(205) 759-1195

August 25, 2000

Gerald T. York, Esq.  
Assistant General Counsel  
Office of General Counsel  
LL-10, The Capitol  
Tallahassee, FL 32399-0250

Re: Hugh Edmonds Motels, Inc.  
Qualification to Transact Business

Dear Mr. York:

Thank you very much for your fax dated August 24, 2000, a copy of which is enclosed. I very much enjoyed speaking with you yesterday on the phone and greatly appreciate your willingness to compromise on this issue. After speaking with my client yesterday following your fax and our conversation, I obtained permission to agree, on my client's behalf, to the offer contained in your fax.

Pursuant to your directions, enclosed please find a check in the amount of \$650.00, which will cover the compromised penalty and annual report fees. It is my understanding that the Department of State still has my client's completed application. If this is not the case, please contact me and I will forward you a duplicate copy.

Again, thank you very much for all of your assistance in this matter. If you have any questions, please do not hesitate to contact me.

Sincerely,



Clay Staggs

Enclosures

pc: Stephen Q. Edmonds  
Chip Browder, Esq.





# *Department of State*

## *Memorandum Office of the General Counsel*

---

TO: File

FROM: Gerard York, Assistant General Counsel

DATE: August 29, 2000

RE: Hugh Edmonds Motels, Inc.

---

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



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

July 13, 2000

CLAY STAGGS, ESQ.  
HUBBARD SMITH MCILWAIN BRAKEFIELD ET AL  
P.O. BOX 2427  
TUSCALOOSA, AL 35403-2427

SUBJECT: HUGH EDMONDS MOTELS, INC.  
Ref. Number: W00000017611

We have received your document for HUGH EDMONDS MOTELS, 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 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: 100A00038663

**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. Hugh Edmonds Motels, 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. Alabama 3. 63-0594637  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 7-13-1970 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. November 18, 1999  
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155; F.S.)
7. 10258 Highway 5  
Brent, AL 35043  
(Current mailing address)
8. Property Management  
(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: Betty L. Bamberg
- Office Address: 105 Pike Street  
Milton, Florida, 32570  
(Zip code)

FILED  
00 SEP -1 AM 10:30  
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.*

Betty L. Bamberg  
(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)

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

Chairman: Robert Hugh Edmonds

Address: 10258 Highway 5

Brent, AL

Vice Chairman: Stephen Quinn Edmonds

Address: 10258 Highway 5

Brent, AL

Director: Margaret Ann Edmonds

Address: 10258 Highway 5

Brent, AL

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

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

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

President: Robert Hugh Edmonds

Address: 10258 Highway 5

Brent, AL

Vice President: Stephen Quinn Edmonds

Address: 10258 Highway 5

Brent, AL

Secretary: Margaret Ann Edmonds

Address: 10258 Highway 5

Brent, AL

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

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

FILED  
00 SEP -1 AM 10:30  
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. Stephen Q. Edmonds, Vice-President

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

# STATE OF ALABAMA

I, Jim Bennett, Secretary of State of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that

the domestic corporation records on file in this office disclose that Hugh Edmonds Motels, Inc. incorporated in Bibb County, Centreville, Alabama on July 13, 1970. I further certify that the records do not disclose that said Hugh Edmonds Motels, Inc. has been dissolved.

FILED  
00 SEP -1 AM 10:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

April 21, 2000

Date

A handwritten signature in cursive script that reads "Jim Bennett".

Jim Bennett

Secretary of State