

CCRS  
103 N. MERIDIAN STREET, TOWER 1, VE  
TALLAHASSEE, FL 32301  
222-1173

# F01000000301

FILING COVER SHEET  
ACCT. #FCA-14

800003469918--3  
-11/20/00--01022--023  
\*\*\*228.75 \*\*\*228.75

CONTACT: CINDY HICKS

DATE: 11-17-00

REF. #: KA0066 . 13713

CORP. NAME: PHILARY MANAGEMENT, INC.  
800003469918--3  
-01/18/01--01007--001  
\*\*\*500.00 \*\*\*500.00

- ARTICLES OF INCORPORATION
- ARTICLES OF AMENDMENT
- ARTICLES OF DISSOLUTION
- ANNUAL REPORT
- TRADEMARK/SERVICE MARK
- FICTITIOUS NAME
- FOREIGN QUALIFICATION
- LIMITED PARTNERSHIP
- LIMITED LIABILITY
- REINSTATEMENT
- MERGER
- WITHDRAWAL
- CERTIFICATE OF CANCELLATION
- UCC-1
- UCC-3
- OTHER: APM - 500

RECEIVED  
FILED 00 NOV 17 PM 2:18  
JAN 17 PM DIVISION OF CORPORATION  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STATE FEES PREPAID WITH CHECK# 9401 FOR \$ 228.75

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

8000A00059432 COST LIMIT: \$ 2117

PLEASE RETURN:

- CERTIFIED COPY
- CERTIFICATE OF GOOD STANDING
- CERTIFICATE OF STATUS

FILED 6:10  
01 JAN 17 PM 6:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Examiner's Initials

CF 10.00  
ADM 150.00  
CERT 9.75



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

November 20, 2000

CINDY HICKS  
CCRS  
TALLAHASSEE, FL

SUBJECT: PHILLARY MANAGEMENT, INC.  
Ref. Number: W00000027541

FILED 19  
01 JAN 17 PM 6:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED 10  
01 JAN 17 PM 6:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

We have received your document for PHILLARY MANAGEMENT, INC. and your check(s) totaling \$228.75. However, the document has not been filed and is being retained in this office for the following:

Please note that we have RETAINED the \$228.75 payment sent with this filing. The \$228.75 payment covers the \$70.00 filing fee, the \$8.75 CUS fee, and the \$150.00 2000 UBR fee. As discussed below, this corporation is required to file PENALTY FEES because it started transacting business in Florida in 1999.

There is a BALANCE of \$1,000.00 in PENALTY FEES that must still be paid.

ALSO, in addition to the application, you must submit a CERTIFICATE OF EXISTENCE from the Secretary of State of New Jersey.

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 \$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) 487-6914.

Buck Kohr  
Corporate Specialist

Letter Number: 800A00059432



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

**FACSIMILE TRANSMITTAL**

TO FAX NUMBER: 850-224-1640

Please deliver the following pages to:

NAME: Kevin Roberts, CCRS

COMPANY: RE: Phillary Management, Inc.

CITY/STATE: Tallahassee, Florida

SENDER: Gerard T. York, Esq.,  
Assistant General Counsel  
(850) 414-5514

DATE/TIME: 12/19/00 9:58 AM

NUMBER OF PAGES (including transmittal sheet):2

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

**COMMENTS:** This communication is further to our conversation regarding annual report fees and statutory penalties which would be assessed against Phillary Management, Inc., under section 607.1502(4), Florida Statutes.

An application filed with the Division of Corporations indicates Phillary Management, Inc., has transacted business in Florida since 1999. Accordingly, an amount of \$1000.00 is due, reflecting statutory penalties of \$1000.00. We would, however, offer to settle the issue of foreign non-qualified penalties from , Inc., for the sum of \$500.00, reflecting penalties from 1999 of \$500.00 assessed at the

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TALLAHASSEE, FLORIDA

statutory minimum of \$500.00 per year. This offer remains in effect until January 26, 2001.

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 Phillary Management, 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**

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2001 JAN 17 PM 6:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

December 4, 2000

FILED  
01 JUN 17 PM 6 10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Re: Phillary Management, Inc.  
Ref. # W0000002754

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01 JUN 17 PM 6 10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Dear Sir or Madam:

I am requesting consideration for waiving the \$1,000.00 penalty fees that have been assessed my wholly owned corporation Phillary Management, Inc. Enclosed is a copy of the letter I received from the office of the Florida Department of State that assessed this penalty fee.

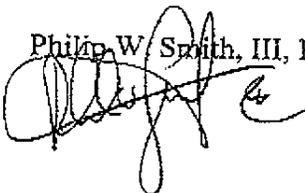
My corporation purchased two rental properties located in Florida in 1999. I asked my accounting firm, Olsen & Thompson, PA located at 970 Mt. Kemble Avenue in Morristown, NJ 07960 to take care of any filing requirements that would be needed with the State of Florida. They indicated that the only requirement with Florida would be to file an annual income tax return with Florida. They prepared a 1999 Florida Income Tax return for the corporation and I timely filed that return.

In October of this year I received a notice from the Florida Department of State (copy enclosed) indicating that the corporation needed authority from the Florida Department of State to transact business in Florida. I forwarded this notice to my accountant and they filled out the Application by Foreign Corporation for Authorization to Transact Business in Florida. They forwarded this form to me along with the name and address of a Florida company (CCRS) to act as the corporation's agent in Florida. CCRS filed this form along with the applicable fees and the 2000 annual report fee of \$150.00 on my behalf.

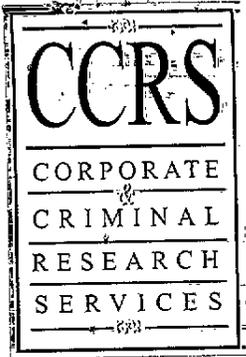
I respectfully request abatement of the \$1,000.00 penalty fee for reasonable cause. I instructed my accountant to prepare the necessary forms for Florida and they were unaware of the filing requirements with the Florida Department of State. Once I became aware of the filing requirements I quickly filed the appropriate forms and paid the required fees plus the 2000 annual report fee. Please call myself at (908) 234-2222 or my accountant Jonathan Olsen, CPA at (908) 766-3212 if you have any questions. Thank you for considering my request.

Sincerely,

Philip W. Smith, III, President



800-388-2123



**MEMORANDUM**

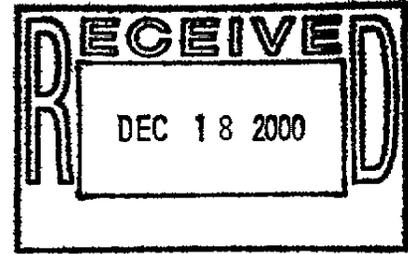
*CorpDirect Agents*  
*corpdirect.com*

**DATE:** December 13, 2000  
**TO:** Buck Kohr  
**FROM:** Kevin Roberts - CCRS  
**RE:** **Phillary Management, Inc.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

As we discussed a couple of weeks ago, our client is interested in trying to get the \$1,000 penalty for transacting business without authority abated. I have attached the request letter from our client.

I have also attached the needed certificate of status. Please advise after your counsel has reviewed and considered.



TO: Gerry York, General Counsel's Office  
FROM: Brenda L. Tadlock, Registration Section  
DATE: December 15, 2000  
SUBJECT: PHILLARY MANAGEMENT, INC.  
REFERENCE: W00000027541

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

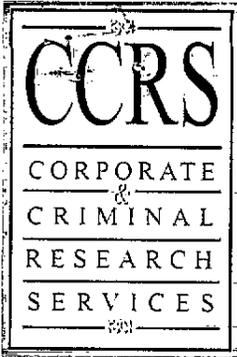
The attached documents appear to meet the filing requirements stipulated in Chapter 607, Florida Statutes, with the exception of any penalty fees that may be due this office.

**Please note we have already received \$150 to cover the 2000 UBR filing fees.**

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

/blt

Attachments



CorpDirect Agents  
corpdirect.com

## MEMORANDUM

DATE: January 12, 2001  
 TO: Buck Kohr  
 FROM: Kevin Roberts  
 RE: **Phillary Management, Inc.**

01 JUN 17 11 09 10  
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 SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA

We had submitted a written request to Mr. York in the General Counsel's office requesting an abatement of the penalty that was being applied on the referenced entity's foreign qualification. Attached you will find Mr. York's response which indicates a reduction of the penalty to \$500. You will also find our client's check (#2397) in the amount of \$500 in payment of that penalty. The application and previously submitted fees are being held by the Dept. of State. Please file the application at this time. Thanks.



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

**FILED**  
01 JUN 17 PM 6:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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# FACSIMILE TRANSMITTAL

**TO FAX NUMBER:** 850-224-1640

Please deliver the following pages to:

**NAME:** Kevin Roberts, CCRS

**COMPANY:** RE: Phillary Management, Inc.

**CITY/STATE:** Tallahassee, Florida

**SENDER:** Gerard T. York, Esq.,  
Assistant General Counsel  
(850) 414-5514

**DATE/TIME:** 12/19/00 9:58 AM

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

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

**COMMENTS:** This communication is further to our conversation regarding annual report fees and statutory penalties which would be assessed against Phillary Management, Inc., under section 607.1502(4), Florida Statutes.

An application filed with the Division of Corporations indicates Phillary Management, Inc., has transacted business in Florida since 1999. Accordingly, an amount of \$1000.00 is due, reflecting statutory penalties of \$1000.00. We would, however, offer to settle the issue of foreign non-qualified penalties from , Inc., for the sum of \$500.00, reflecting penalties from 1999 of \$500.00 assessed at the

statutory minimum of \$500.00 per year. This offer remains in effect until January 26, 2001.

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 Phillary Management, 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.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



# Department of State

## Memorandum Office of the General Counsel

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01 JAN 17 PM 6:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

TO: File

FROM: Gerard York, Assistant General Counsel

DATE: January 16, 2001

RE: Phillary Management, 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 from 1999 of \$500.00 assessed at the statutory minimum of \$500.00 per year. Corporation wishes to be qualified to transact business in Florida. Accordingly, it is recommended this corporation be issued a certificate of authority.

/gty

# 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. PHILLARY MANAGEMENT, 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. NEW JERSEY (State or country under the law of which it is incorporated) 3. 22-3316909 (FEI number, if applicable)

4. 07/21/1994 (Date of incorporation) 5. PERPETUAL (Duration: Year corp. will cease to exist or "perpetual")

6. MARCH 15, 1999 (Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")  
928 (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. P.O. BOX 857, FAR HILLS CENTER ROUTE 202, FAR HILLS, NJ 07931 (Principal office address)  
928

P.O. BOX 857, FAR HILLS CENTER ROUTE 202, FAR HILLS, NJ 07931 (Current mailing address)

8. To do any lawful act or thing which corporations organized pursuant to provisions of Title 14A, Corporations, of the State of New Jersey Statutes. (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: (P.O. Box or Mail Drop Box NOT acceptable)

Name: Corp Direct Agents

Office Address: 103 N. Meridian St., Lower Level

Tallahassee, Florida 32301  
(City) (Zip Code)

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TALLAHASSEE  
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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)

Kevin R. Roberts, Agent for Corp Direct Agents

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:

A. DIRECTORS

Chairman: N/A

Address:

Vice Chairman: N/A

Address:

Director: N/A

Address:

Director: N/A

Address:

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

B. OFFICERS

President: PHILIP W. SMITH, III

Address: P.O. BOX <sup>828</sup> 857, FAR HILLS CENTER ROUTE 202, FAR HILLS, NJ 07931

Vice President: PHILIP W. SMITH, III

Address: P.O. BOX <sup>828</sup> 857, FAR HILLS CENTER ROUTE 202, FAR HILLS, NJ 07931V

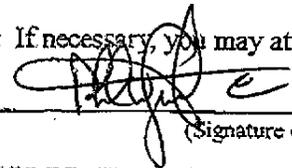
Secretary: PHILIP W. SMITH, III

Address: P.O. BOX <sup>828</sup> 857, FAR HILLS CENTER ROUTE 202, FAR HILLS, NJ 07931

Treasurer: PHILIP W. SMITH, III

Address: P.O. BOX <sup>828</sup> 857, FAR HILLS CENTER ROUTE 202, FAR HILLS, NJ 07931

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

13.  Pres.

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

14. PHILIP W. SMITH, III

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

STATE OF NEW JERSEY  
DEPARTMENT OF TREASURY  
SHORT FORM STANDING

PHILLARY MANAGEMENT, INC.

*I, the Treasurer of the State of New Jersey,  
do hereby certify that the above-named  
New Jersey Domestic Profit Corporation was  
registered by this office on July 21, 1994.*

*As of the date of this certificate, said business  
continues as an active business in good standing  
in the State of New Jersey, and its Annual Reports  
are current.*

*I further certify that the registered agent and  
registered office are:*

*Philip W Smith Iii  
Far Hills Center Route 202 P O Box  
Far Hills, NJ 07931*

*Continued on next page . . .*

01 JAN 17 PM 6:10  
SECRETARY OF STATE  
TAFLAHASSEE, FLORIDA

STATE OF NEW JERSEY  
DEPARTMENT OF TREASURY  
SHORT FORM STANDING

PHILLARY MANAGEMENT, INC.

01 JAN 17 PM 6:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED



IN TESTIMONY WHEREOF, I have  
hereunto set my hand and  
affixed my Official Seal  
at Trenton, this  
27th day of November, 2000

*Roland M Machold*

Roland M Machold  
Treasurer