

FO2 00000579

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: 38th Street Investment Corp.
(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: **000008337490**
11/20/02--01039--010 **\$50.00
Brian R. Huddleston

(Name of Person)

Law Office of Brian R. Huddleston **000008337490--0**
-10/11/02--01069--006
****78.75 ****78.75

(Firm/Company)

PMB 160, 5103 S. Sheridan Ave.

(Address)

Tulsa, OK 74145

(City/State and Zip code)

For further information concerning this matter, please call:

Brian Huddleston at (918) 636-3015
(Name of Person) (Area Code & Daytime Telephone Number)

FILED
02 NOV 20 PM 3:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

855, 734, 671
1150.00

1002-29551



FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State

October 14, 2002

BRIAN R. HUDDLESTONJ
PMB 160, 5103 S. SHERIDAN AVE
TULSA, OK 74145

SUBJECT: 38TH STREET INVESTMENT CORP
Ref. Number: W02000029551

02 NOV 20 PM 3:13
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for 38TH STREET INVESTMENT CORP 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/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) 245-6097.

Marsha Thomas
Document Specialist

Letter Number: 602A00057226

**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. 38th Street Investment Corp.
(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. Oklahoma 3. 73-1334333
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. December 5, 1988 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. April 1, 2001
(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. 7912 E. 31st Court, Suite 200, Tulsa, OK 74145
(Principal office address)
7912 E. 31st Court, Suite 200, Tulsa, OK 74145
(Current mailing address)

8. Ownership, leasing and management of real estate.
(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 South Pine Island Road

Plantation Florida 33324
(City) (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.

SEE ATTACHED ACCEPTANCE OF APPOINTMENT

(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.

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

A. DIRECTORS

Chairman: Tommy L. Woods

Address: 7912 E. 31st Court, Suite 200, Tulsa, OK 74145

Vice Chairman: _____

Address: _____

Director: Tommy L. Woods

Address: 7912 E. 31st Court, Suite 200, Tulsa, OK 74145

Director: Thomas J. O'Brien

Address: 7912 E. 31st Court, Suite 200, Tulsa, OK 74145

B. OFFICERS

President: Tommy L. Woods

Address: 7912 E. 31st Court, Suite 200, Tulsa, OK 74145

Vice President: Thomas J. O'Brien

Address: 7912 E. 31st Court, Suite 200, Tulsa, OK 74145

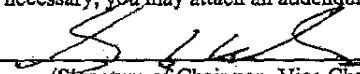
Secretary: Linda Woods

Address: 2165 E. 26th Place, Tulsa, OK 74144

Treasurer: _____

Address: _____

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. Tommy L. Woods, President
(Typed or printed name and capacity of person signing application)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
FILED

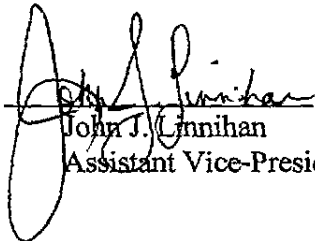
ACCEPTANCE OF APPOINTMENT

RE: 38th Street Investment Corp.

Pursuant to Sections 48.091 and 607.0501, Florida Statutes, the undersigned acknowledges and accepts its appointment as registered agent of the above corporation and agrees to act in the capacity and to comply with the provisions of the Florida Business Corporation Act (1990) relative to keeping open the registered office at the address specified above. The undersigned is familiar with, and accepts the obligations of, Section 607.0505, Florida Statutes.

Dated: September 24, 2002

C T CORPORATION SYSTEM

By 
John J. Linnihan
Assistant Vice-President

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OFFICE OF THE SECRETARY OF STATE



CERTIFICATE OF GOOD STANDING
DOMESTIC CORPORATION

I THE UNDERSIGNED, Secretary of State of the State of Oklahoma, do hereby certify that I am, by the laws of said state, the custodian of the records of the state of Oklahoma relating to the right of certain business entities to transact business in this state and am the proper officer to execute this certificate.

I FURTHER CERTIFY that 38TH STREET INVESTMENT CORP. is a corporation duly organized and existing under and by virtue of the laws of the state of Oklahoma and is in good standing according to the records of this office. This certificate is not to be construed as an endorsement, recommendation or notice of approval of the entity's financial condition or business activities and practices. Such information is not available from this office.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused to be affixed the Great Seal of the State of Oklahoma at the City of Oklahoma City, this 25th day of September, 2002.



M. E. Hunter
Secretary of State
By: *Kathy Suter*



Department of State

Memorandum Office of the General

Counsel

TO: File

FROM: Gerard York, Assistant General Counsel

DATE: November 15, 2002

RE: 38th Street Investment Corp.

02 NOV 20 PM 3:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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Based on my review of the file and the payment received from the corporation, it is my recommendation that this file be closed. Corporation has paid annual report fees from 2001 of \$150.00 and has paid statutory penalties for the same period of \$500.00, reflecting penalties assessed at the statutory minimum of \$500.00 per year. Corporation seeks to be qualified to do business in Florida. Accordingly, it is also recommended that this corporation be issued a certificate of authority.

/gty



Brian R. Huddleston Attorney at Law

PNB 160, 5103 S. Sheridan Rd
Tulsa, Oklahoma 74145-7627
918.636.3015
Fax 918.747.7284

Fax

To: Gerry York **From:** Brian Huddleston

Fax: 850-245-6127 **Date:** 11/8/02 6:00 PM

Phone: 850-245-6097

Re: W02000029551 **CC:**

Urgent For Review Please Comment Please Reply Please Recycle

02 NOV 20 PM 3:13
 SECRETARY DEPT OF
 TALLAHASSEE, FLORIDA
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Documents:	NUMBER OF PAGES*
Letter	1

● Comments:

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* NOT COUNTING COVER SHEET. IF YOU DO NOT RECEIVE ALL PAGES, PLEASE TELEPHONE US IMMEDIATELY AT 918.636.3015.

Law Office of BRIAN R. HUDDLESTON

MAILING ADDRESS:
5103 S. SHERIDAN RD, PMB 160
TULSA, OKLAHOMA 74145-7627

TELEPHONE: (918) 636-3015
FAX: (918) 747-7284
E-MAIL: HUDLAN@COX.NET

MEMBER:
OKLAHOMA TRIAL
LAWYERS ASSOCIATION

ASSOCIATION OF TRIAL
LAWYERS OF AMERICA

November 8, 2002

Gerard T. York, Esq.
Office of General Counsel
Florida Department of State
PL-02, The Capitol
Tallahassee, FL 32399-0250

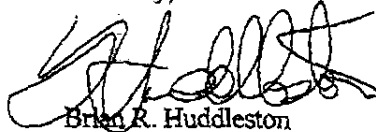
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02 NOV 20 PM 3:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: **38TH STREET INVESTMENT CORP.**
Ref. Number: W02000029551

Dear Mr. York:

This is in response to your fax of the above date. Enclosed is my check in the amount of \$650.00 for the above corporation. We look forward to receiving a Certificate of Authority to transact business in Florida.

Sincerely,


Brian R. Huddleston

Encl. (via mail)

* * * COMMUNICATION RESULT REPORT (NOV. 8.2002 12:33PM) * * *

TTI DEPT OF STATE

FILE MODE	OPTION	ADDRESS (GROUP)	RESULT	PAGE
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 TALLAHASSEE, FLORIDA

REASON FOR ERROR

E-1) HANG UP OR LINE FAIL	E-2) BUSY
E-3) NO ANSWER	E-4) NO FACSIMILE CONNECTION



FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State
OFFICE OF THE GENERAL COUNSEL

FACSIMILE TRANSMITTAL

TO FAX NUMBER: 918-747-7284

Please deliver the following pages to:

NAME: Brian R. Huddleston

COMPANY: RE: 38th Street Investment Corp.

CITY/STATE: Tulsa, Oklahoma

Law Office of **BRIAN R. HUDDLESTON**

MAILING ADDRESS:
5103 S. SHERIDAN RD, PMB 160
TULSA, OKLAHOMA 74145-7627

TELEPHONE: (918) 636-3015
FAX: (918) 747-7284
E-MAIL: HUDLAW@COX.NET

MEMBER:
OKLAHOMA TRIAL
LAWYERS ASSOCIATION

ASSOCIATION OF TRIAL
LAWYERS OF AMERICA

November 8, 2002

Gerard T. York, Esq.
Office of General Counsel
Florida Department of State
PL-02, The Capitol
Tallahassee, FL 32399-0250

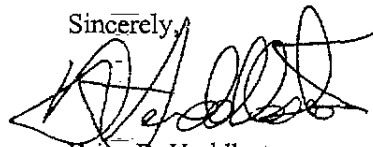
Re: **38TH STREET INVESTMENT CORP.**
Ref. Number: **W02000029551**

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02 NOV 20 PM 3:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dear Mr. York:

This is in response to your fax of the above date. Enclosed is my check in the amount of \$650.00 for the above corporation. We look forward to receiving a Certificate of Authority to transact business in Florida.

Sincerely,



Brian R. Huddleston

Encl. (via mail)



FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State
OFFICE OF THE GENERAL COUNSEL

FACSIMILE TRANSMITTAL

TO FAX NUMBER: 918-747-7284

Please deliver the following pages to:

NAME: Brian R. Huddleston

COMPANY: RE: 38th Street Investment Corp.

CITY/STATE: Tulsa, Oklahoma

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

DATE/TIME: 11/08/02 12:28 PM

NUMBER OF PAGES (including transmittal sheet):2

FROM FAX: 850/245-6127

COMMENTS: Thank you for contacting the Florida Department of State. This facsimile is in response to your letter of October 29, 2002 regarding annual report fees and statutory penalties due from 38th Street Investment Corp. We would offer to settle this matter of annual report fees and statutory penalties for the amount of \$650.00, reflecting annual report fees from 2001 of \$150.00 and statutory penalties assessed at the statutory minimum of \$500.00 per year. This offer remains in effect until December 31, 2002.

Upon receipt of a check for \$650.00 payable to the Department of State, Division of Corporations, I will instruct the Division of Corporations to issue 38th Street

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Investment Corp. a Certificate of Authority to transact business in Florida. Please mail the check to this attorney at: Office of General Counsel, PL-02, The Capitol, Tallahassee, Florida 32399-0250.

Please do not hesitate to contact me at 850-245-6514 should you have any questions.

PL-02 • THE CAPITOL • TALLAHASSEE, FLORIDA 32399-0250

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02 NOV 20 PM 3:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TO: Gerry York, General Counsel's Office
FROM: Gretchen S. Harvey, Registration Section
DATE: November 7th, 2002
SUBJECT: 38TH STREET INVESTMENT CORP.
REFERENCE: W02000029551

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 NOV 20 PM 3:13

FILED

Pursuant to Mr. Huddleston's letter of October 29th, 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.

/gsh

*offer
\$650-*

*918-747-
7284*

Law Office of **BRIAN R. HUDDLESTON**

MAILING ADDRESS:
135 S. SHERIDAN RD, PMB 160
OKLAHOMA 74145-7627

(918) 636-3015
(918) 747-7284
IUDLAW@COX.NET

MEMBER:
OKLAHOMA TRIAL
LAWYERS ASSOCIATION

ASSOCIATION OF TRIAL
LAWYERS OF AMERICA

October 29, 2002

Gerry York, General Counsel
Florida Department of State
P.O. Box 6327
Tallahassee, FL 32314

Re: **38TH STREET INVESTMENT CORP.**
Ref. Number: **W02000029551**

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02 NOV 20 PM 3:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dear Mr. York:

I represent the above corporation. This follows my telephone conversation on October 22, 2002, with Ms. Marsha Thomas. We request a wavier or reduction of the \$1,150.00 in penalty fees for the above corporation. See Letter Number 602A00057226, dated October 14, 2002, enclosed.

The basis for my request is that the only business the above corporation has had in the State of Florida is the closing of the sale of a piece of commercial real estate on or about April 1, 2001. The real estate was purchased by the applicant for investment purposes only. The applicant did not transact any other business in the State. The real estate was leased to a tenant that has recently ceased business and ceased making lease payments.

The applicant has sought authorization to transact business in the state on advice of litigation counsel. The April 1, 2001, "transacted business" date was shown in the Application because that is when the real estate was purchased and there has been no other business in Florida. It is respectfully submitted that purchasing and owning real estate for investment purposes is not sufficient business to cause the applicant to incur \$1,150.00 in penalty fees. Moreover, applicant will comply with all relevant Florida Statutes if its application is approved.

Finally, it appears that the statute allows for a penalty fee range of a minimum of \$500.00 up to a maximum of \$1,000.00. In the event that your office determines that my client's mere ownership of real estate for investment purposes triggers the application of Florida Statutes 607.1502, 617.1502 or 608.502, then we request the minimum penalty of \$500.00.

Sincerely,



Brian R. Huddleston

Xc: Marsha Thomas, Document Specialist
Encl.