

FO2 000006439

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: SKEW PRODUCTS INCORPORATED
(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:

DAVID V. FAZIO, CONTROLLER

(Name of Person)

SKEW PRODUCTS, INC.

(Firm/Company)

4 BERT DRIVE, SUITE 6

(Address)

WEST BRIDGEWATER MA 02379-1023

(City/State and Zip code)

For further information concerning this matter, please call:

DAVID FAZIO

(Name of Person)

at (508) 580-5800 X11

(Area Code & Daytime Telephone Number)

FILED
02 DEC 20 AM 10:13
SECRETARY OF STATE
TALLAHASSEE FLORIDA

400007765714
01/02/03--01061--013 **1500.00

400007765714--2
-09/16/02--01040--012
*****87.50 *****87.50

11/13/02--01078--003 **450.00

Name **STREET ADDRESS:**
Registration Section
Division of Corporations
Document 409 E. Gaines St.
Examiner Tallahassee, FL 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Updater 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

Acknowledgement DOC

W. P. Verifier DOC

1500.00 Penalty

Finer & Finer
Certified Public Accountants/Business Consultants

12 Lori Lane
Randolph, MA 02368
Phone: (781) 961-6884
Fax: (781) 963-5697
Email: finer-finer@attbi.com

October 17, 2002

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

RE: Skew Products, Inc.
Ref. Number W02000027300

Dear Sir/Madam:

This reply is in response to your letter dated September 19, 2002 (copy enclosed) for the above referenced corporation. While we understand the statute, we would like to present the following mitigating information.

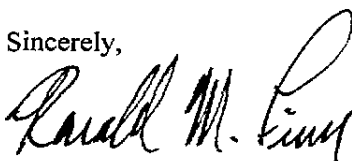
In September, 1999, the controller for the above referenced corporation began to pay payroll to one of its employees which had moved to Florida. At that time, the controller registered for Florida employer payroll taxes. At the time, the controller believed that he had taken all the steps necessary to comply with registering to do business in Florida. Subsequently, when it was believed that Florida sales tax were going to be collected, the controller registered with Florida for collection of such tax. Again, the controller believed that he was in compliance with the registration requirements of Florida.

When it came time to file Florida corporate tax returns, it was determined that the corporation did not have a Florida document number. In speaking with the Florida Department of Revenue, the controller discovered that he needed to complete a document for the Registration Section of the Florida Division of Corporations in order to be assigned a Florida document number. The controller completed this form and submitted such together with the appropriate fee and required certificate from Massachusetts. It was the submission of this document that led to the imposition of the civil penalty.

As you can see by the above information, there was no intention by the Company to avoid registration with Florida. The controller believed he had properly registered with the appropriate departments/divisions. We, therefore, respectfully request that the civil penalties of \$1,000 per year for three years, or \$3,000, be abated. The additional fee of \$150 per year for three years of Uniform Business Reports is agreed with, and we have, accordingly, attached a check for \$450 and a Uniform Business Report to bring the Company to current status. There have been no changes in officers or directors since the start of doing business in Florida.

Should you have any questions or require any additional information, please be sure to contact us. We look forward to your response.

Sincerely,



Ronald M. Finer, CPA
Partner

cc: David Fazio, Controller
Skew Products, Inc.

TO: Gerry York, General Counsel's Office
FROM: Gretchen S. Harvey, Registration Section
DATE: November 22nd, 2002
SUBJECT: SKEW PRODUCTS, INC.
REFERENCE: W02000027300

Pursuant to Mr. Finer's letter of October 17th, 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.

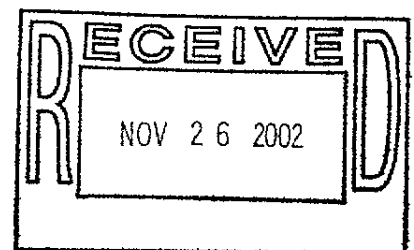
Should you have any further questions concerning this matter, please do not hesitate to get in touch.

/gsh

LM Ronald
Finer

GJR
\$2.9- \$3.25

\$450.00
\$1,500.00
\$1,950.00





FLORIDA DEPARTMENT OF STATE
Jim Smith
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: 781-963-5697

Please deliver the following pages to:

NAME: Ronald Finer, CPA

COMPANY: Skew Products, Inc.

CITY/STATE: Randolph, Massachusetts

SENDER: Gerard T. York, Esq.,
Assistant General Counsel
850-245-6514

DATE/TIME: 11/26/02 4:03 PM

NUMBER OF PAGES (including transmittal sheet):2

FROM FAX: 850/245-6127

COMMENTS: This communication is in response to our conversation today regarding annual report fees and statutory penalties which would be assessed against Skew Products, Inc., under section 607.1502(4), Florida Statutes.

We would offer to settle the issue of foreign non-qualified penalties from Skew Products, Inc., for the sum of \$1,950.00, reflecting penalties from 1999 of \$1500.00 assessed at the statutory minimum of \$500.00 per year, plus annual report fees from 1999 in the amount of \$450.00. This offer remains in effect until December 31, 2002.

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 Skew Products, Inc., 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 should you have any questions.

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

SKEW PRODUCTS

MANUFACTURING INCORPORATED
4 BERT DRIVE, UNIT #6, W. BRIDGEWATER, MA 02379
TEL. 508-580-5800 FAX: 508-580-8683

Dave Fazio, Controller
Dave_Fazio@spectools.co

Tuesday, December 10, 2002

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

Dear Attorney York:

As per your fax dated November 26, 2002, we have enclosed our check of \$1,500 in satisfaction of penalties assessed against Skew Products, Inc. under Florida statutes §607.1502(4).

Your fax requests payment of \$1,950, however, I have enclosed a copy of our check #20365 for \$450.00, which was cashed on November 13, 2002. Also enclosed is a copy of our original application to the Department of State.

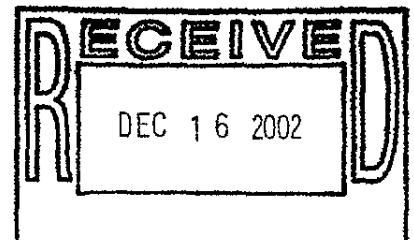
If you have any questions, please feel free to contact me at (508) 580-5800 ext. 11.

Sincerely,



Enc.

Cc: Ronald Finer, CPA





Department of State

Memorandum Office of the General Counsel

TO: File

FROM: Gerard York, Assistant General Counsel

DATE: December 18, 2002

RE: Skew Products, 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 \$450.00 and foreign non-qualified penalties of \$1,500.00 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.

/gtv



FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State

September 19, 2002

DAVID V. FAZIO
SKEW PRODUCTS, IN C.
4 BERT DRIVE, SUITE 6
WEST BRIDGEWATER, MA 02379-1023

SUBJECT: SKEW PRODUCTS, INCORPORATED
Ref. Number: W02000027300

We have received your document for SKEW PRODUCTS, INCORPORATED 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/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 \$3,450.00.

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) 245-6913.

Diane Cushing
Corporate Specialist

Letter Number: 502A00053430

**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. SKEW PRODUCTS INCORPORATED
(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. MASSACHUSETTS 3. 04-2874199
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. JULY 1, 1985 5. PERPETUAL
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. SEPTEMBER 1, 1999
(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. 4 BERT DRIVE, SUITE 6, WEST BRIDGEWATER, MASSACHUSETTS 02379-1023
(Principal office address)
- 4 BERT DRIVE, SUITE 6, WEST BRIDGEWATER, MASSACHUSETTS 02379-1023
(Current mailing address)

8. MANUFACTURING OF HAND TOOLS FOR PROFIT
(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: CHERYL A. BADIALI

Office Address: 62 WINDSOR DRIVE

ENGLEWOOD, Florida 34223
(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.


(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.

FILED
02 DEC 29 AM 10:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

A. DIRECTORS

Chairman: JOHN A. BADIALI

Address: 62 WINDSOR DRIVE
ENGLEWOOD FL 34223

Vice Chairman: _____

Address: _____

Director: DAVID V. FAZIO

Address: 161 TURNPIKE STREET
WEST BRIDGEWATER MA 02379

Director: _____

Address: _____

FILED
02 DEC 20 AM 10:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. OFFICERS

President: JOHN A. BADIALI

Address: 62 WINDSOR DRIVE
ENGLEWOOD FL 34223

Vice President: ROBERT LATINVILLE

Address: 81 SNELL STREET
FALL RIVER MA 02721

Secretary: CHERYL A. BADIALI

Address: 62 WINDSOR DRIVE, ENGLEWOOD FL 34223

Treasurer: CHERYL A. BADIALI

Address: 62 WINDSOR DRIVE, ENGLEWOOD FL 34223

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

13. David V. Fazio

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

14. DAVID V. FAZIO, CONTROLLER

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



William Francis Galvin
Secretary of the
Commonwealth

The Commonwealth of Massachusetts

Secretary of the Commonwealth

State House, Boston, Massachusetts 02133

September 6, 2002

TO WHOM IT MAY CONCERN:

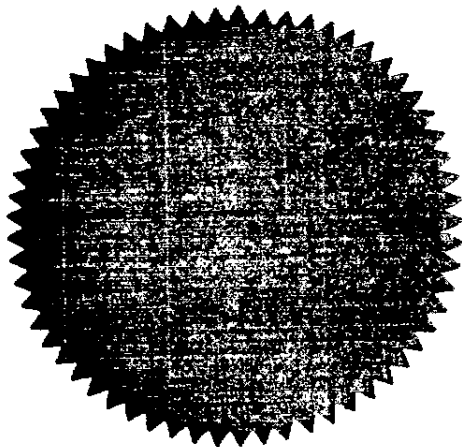
I hereby certify that

SKEW PRODUCTS, INCORPORATED

appears by the records of this office to have been incorporated under the General Laws of the Commonwealth on **August 9, 1985**.

I also certify that so far as appears of record here, said corporation still has existence.

FILED
02 DEC 20 AM 10:13
SECRETARY OF STATE
TALLAHASSEE FLORIDA



In testimony of which,
I have hereunto affixed the
Great Seal of the Commonwealth
on the date first above written.

William Francis Galvin

Secretary of the Commonwealth