

F03000001034

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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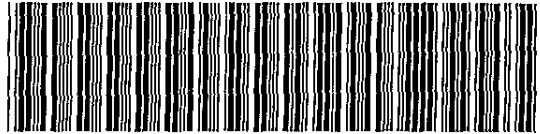
(Business Entity Name)

(Document Number)

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03 MAR -3 AM 8:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

W03-T43

JB  
3-4-03

## TRANSMITTAL LETTER

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** The Rosen Publishing Group 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:

Jennifer Caperello  
(Name of Person)  
The Rosen Publishing Group  
(Firm/Company)  
29 East 21<sup>st</sup> Street  
(Address)  
New York, NY 10010  
(City/State and Zip code)

For further information concerning this matter, please call:

Jennifer Caperello at (800) 237-9932  
(Name of Person) (Area Code & Daytime Telephone Number)

**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

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE

Ken Detzner  
Secretary of State

January 30, 2003

JENNIFER CAPERELLO  
THE ROSEN PUBLISHING GROUP  
29 EAST 21ST ST.  
NEW YORK, NY 10010

SUBJECT: THE ROSEN PUBLISHING GROUP INC  
Ref. Number: W03000000143

We have received your document for THE ROSEN PUBLISHING GROUP INC and your check(s) totaling \$78.75. However, the document has not been filed and is being retained in this office for the following:

You failed to make the correction(s) requested in our previous letter.

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 \$30,366.25.

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) 245-6025.

Trevor Brumbley  
Document Specialist

Letter Number: 203A00006398

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

03 MAR -3 AM 8:34

AND  
FILED



FLORIDA DEPARTMENT OF STATE

Jim Smith  
Secretary of State

January 3, 2003

JENNIFER CAPERELLO  
THE ROSEN PUBLISHING GROUP  
29 EAST 21ST ST.  
NEW YORK, NY 10010

SUBJECT: THE ROSEN PUBLISHING GROUP INC  
Ref. Number: W03000000143

We have received your document for THE ROSEN PUBLISHING GROUP INC 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 \$30,366.25.

A certificate of existence or a certificate of good standing, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

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) 245-6025.

Trevor Brumbley  
Document Specialist

Letter Number: 703A00000239

03 MAR -3 AM 8:36  
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AHD  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

the rosen  
publishing  
group



twenty-nine east twenty-first street, new york, ny 10010 • (212) 777-3017  
fax (212) 777-0277 • e-mail: rosened@erols.com

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

ATTN: Trevor Brumbley

February 27, 2003

**Re: Application by Foreign Corporations EIN# 13-3129750**

Dear Ms. Brumbley:

As per our phone conversation today it has become apparent that the Application to transact business in Florida filed by my staff included a technical error.

The Rosen Publishing Group, Inc is a publisher incorporated and located in the State of New York. We publish children books for primarily the school and libraries located throughout the United States. We engage independent sales reps to visit the school librarians to solicit and assist the librarian in completing sales orders. These sales orders are forwarded to our office in New York for credit and other approvals. The sales reps have no authority to accept any order. We do not maintain any inventory or other assets in the State of Florida. Orders, if accepted, are shipped via common carrier from our warehouse into the State of Florida.

According to Florida statute 607.1501 subsection (1)(f) the fact that we solicit orders which require acceptance outside the State of Florida does NOT constitute "transacting business" in your state.

We applied for Authorization to Transact Business in Florida because we were instructed by one of your county school district purchasing department that it was necessary to be awarded orders exceeding \$5,000. Although we technically do not transact business in the State of Florida we do wish to continue the application process.

In view of the above we respectfully request our application be modified to reflect line 6 to read "upon qualification". Furthermore it is our understanding to maintain our authorization we need to renew annually and submit payment of \$150.

Sincerely yours,

Steven Shaw, Treasurer  
The Rosen Publishing Group, Inc.

SECRETARY OF STATE  
TALLAHASSEE, FL 32314

03 MAR -3 AM 8:34

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AND  
FILED

**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. The Rosen Publishing Group 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 York 3. 13-3129750  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 8/17/82 5. perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 1950  
(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. 29 East 21<sup>st</sup> Street New York, NY 10010  
(Principal office address)

29 East 21<sup>st</sup> Street New York, NY 10010  
(Current mailing address)

8. Sell non-fiction books for grades K-12  
(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: SAMUEL V. EASON dba. EASON ASSOCIATES

Office Address: 2855 CIRCLE RIDGE DR.

ORANGE PARK Florida 32065  
(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.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

03 MAR -3 AM 8:34

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

A. DIRECTORS

Chairman: Jennifer Caperello Assistant, Vice President of Sales  
Address: 29 East 21<sup>st</sup> Street  
New York, NY 10010

Vice Chairman: Isobel Dizengoff Vice President of Sales  
Address: 29 East 21<sup>st</sup> Street  
New York, NY 10010

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

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

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

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

B. OFFICERS

President: Roger Rosen  
Address: 29 East 21<sup>st</sup> Street  
New York, NY 10010

Vice President: Gina Strazzabasco-Hayn  
Address: 29 East 21<sup>st</sup> Street  
New York, NY 10010

Secretary: Ruth Rosen  
Address: 29 East 21<sup>st</sup> Street New York, NY 10010

Treasurer: Steven Shaw  
Address: 29 East 21<sup>st</sup> Street New York, NY 10010

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TALLAHASSEE, FLORIDA

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

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

14. Jennifer Caperello, Assistant, Vice President of Sales  
(Typed or printed name and capacity of person signing application)

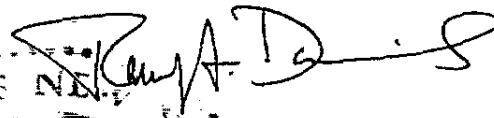
**State of New York  
Department of State**

**ss:**

I hereby certify, that the Certificate of Incorporation of THE ROSEN PUBLISHING GROUP INC. was filed on 08/17/1982, with perpetual duration, and that a diligent examination has been made of the Corporate index for documents filed with this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.

\*\*\*

Witness my hand and the official seal  
of the Department of State at the City  
of Albany, this 15th day of January  
two thousand and three.



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