

FD3000001877

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP  WAIT  MAIL

(Business Entity Name)

(Document Number)

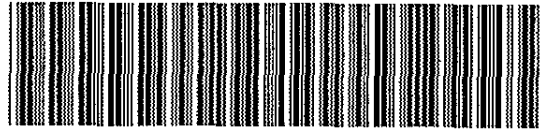
Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

789, 734, 544, 671

\$ 23,306.25 Office Use Only

W03-9505



000014839810

04/01/03--01081--001 \*\*78.75

03/24/03--01082--009 \*\*78.75

FILED  
03 APR 15 AM 10:38  
TALMADGE



# Department of State

## Memorandum Office of the General Counsel

TO: File

FROM: Gerard York, Assistant General Counsel

DATE: April 11, 2003

RE: Ariens, Inc.

STATE OF FLORIDA  
TALLAHASSEE, FLORIDA  
03 APR 15 AM 10:38  
FILED

Based on my review of the file and the information received from the corporation, it is my recommendation that this file be closed. Corporation erroneously represented on its April 2, 2003 application it had transacted business in Florida since January 1982, notwithstanding the fact its activities do not come within the definition of "transacting business" under section 607.1501, Florida Statutes. Accordingly, no penalties or past annual report fees are due. Corporation wishes to be qualified to do business in the State of Florida. Accordingly, it is recommended that the Division's records indicate corporation is authorized to transact business in Florida.

/gty



April 10, 2003

Via Facsimile - (850) 245-6127

Mr. Gerald York, Attorney  
Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Dear Gerry:

RE: Reference Number: W03000009365

03 APR 15 AM 10:38  
FILED  
TALLAHASSEE, FL 32314

As requested, enclosed is the rejection letter from the Florida Department of State dated April 2, 2003, as well as our research involving Statute 607.1501 defining company activities that constitute "transacting business" in the state of Florida.

In my opinion, I do not believe we were "transacting business" in Florida historically based on the items that are noted with an asterisk (\*). Historically we have completed the required paperwork in the state of Florida and have been awarded the bid to sell product (outdoor power equipment) to the state government agencies. We then renewed our bid as required to stay current with the state of Florida. The activities to obtain this bid and all orders were handled through the Ariens Company in the state of Wisconsin.

Please review our status and grant the Ariens Company a certificate to conduct business in the state of Florida. We are currently in the process of bidding for your business and need to obtain the necessary certificate by April 21, 2003, to continue our long history as your vendor.

I can be reached at (920) 756-4228 to further discuss this matter.

Sincerely,

ARIENS COMPANY

*Patrick J. Johnston*

Patrick J. Johnston  
Controller

PJJ:lam

Enclosures

F:\My Documents\FY2003\FJ2003H3.doc

**Ariens Company**  
655 West Ryan Street  
P.O. Box 157  
Brillion, WI 54110-0157 U.S.A.

920-756-2141  
Fax: 920-756-2407

www.corporate.ariens.com

Ariens

Ariens

Stens

GRAVELLY



FLORIDA DEPARTMENT OF STATE  
Glenda E. Hood  
Secretary of State

April 2, 2003

PAT JOHNSTON  
655 W RYAN ST  
BRILLION, WI 54110

SUBJECT: ARIENS COMPANY  
Ref. Number: W03000009365

TALLHASSEE, FLORIDA

03 APR 15 AM 10:38

FILED

We have received your document for ARIENS COMPANY and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

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 \$23,306.25.

The name and title of the person signing the document must be noted beneath or opposite the signature.

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: 003A00019919



Ariens Company  
 655 West Ryan Street  
 P.O. Box 157  
 Brillion, WI 54110-0157

### Fax Cover Sheet

|   |                              |
|---|------------------------------|
| To: <u>Gerald York</u>                  | Fax #:                       |
| From: <u>Pat Johnston</u>               | Fax #: <u>(920) 756-4470</u> |
| Date: <u>4/10/03</u>                    |                              |
| Pages (including cover sheet): <u>2</u> |                              |
| Subject:                                |                              |

Comments:

Attached is our registration to conduct business in Florida as you requested.

Call me if you have additional questions.

Thank you for your help.

Pat Johnston

FILED  
 03 APR 15 AM 10:38  
 TALLAHASSEE, FLORIDA

If you experience difficulty with this transmission, please call Pat at (920) 756-4228.

York, Gerard

From: Harvey, Gretchen  
Sent: Wednesday, April 09, 2003 2:42 PM  
To: York, Gerard  
Subject: ARIENS COMPANY

Gerry,

If you could give this guy a call. They said on their application that they had been doing business since 82'. But think now that they have not really been doing business. In our letter we quoted \$23,306.25 in penalties.

His name is "Pat Johnston" at "920-756-4228".

Thanks, Gretchen

MAIL ROOM RECEIVED

03 APR 15 AM 10:38

FILED

Employees who are salesmen  
product shipped into State  
dealers independent contractors

**TRANSMITTAL LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** Ariens Company  
(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:

Pat Johnston  
(Name of Person)  
Ariens Company  
(Firm/Company)  
655 W. Ryan St.  
(Address)  
Brillion, WI 54110  
(City/State and Zip code)

03 APR 15 AM 10:38  
TALLAHASSEE, FLORIDA  
**FILED**

For further information concerning this matter, please call:

Patrick Johnston at (920) 756-4228  
(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

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. Ariens Company
(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. Wisconsin 3. 39-0135100
(State or country under the law of which it is incorporated) (FBI number, if applicable)

4. 9-18-1933 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 1/1982
(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. 655 W. Ryan St, Brillion, WI 54110
(Principal office address)
P.O. Box 157, Brillion WI 54110
(Current mailing address)

8. Sale of lawn and garden equipment
(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 S. Pine Island Rd
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.

[Handwritten signature]
(Registered agent's signature)

Beverlee Stuewe
Assistant Secretary

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
03 APR 15 AM 10:38
TALLAHASSEE, FLORIDA



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

A. DIRECTORS

Chairman: \_\_\_\_\_

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

Vice Chairman: \_\_\_\_\_

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

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

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

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

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

FILED  
03 APR 15 AM 10:38  
TALLAHASSEE, FLORIDA

*attached*

B. OFFICERS

President: \_\_\_\_\_

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

Vice President: \_\_\_\_\_

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

Secretary: \_\_\_\_\_

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

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. Stewart Witkoy, CFO \_\_\_\_\_

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

DIRECTORS

| ARIENS COMPANY  | STENS   | ARIENS (UK) LTD.   | ARIENS FSC, LTD.   |
|---|---|--|--|
| MICHAEL S. ARIENS<br>DANIEL T. ARIENS<br>JEFFREY D. RIESTER<br>PHILIP J. HENDRICKSON<br>THOMAS A. LISLE (6/96)<br>GEORGE KOENIGSAECKER (12/01)<br>ROBERT B. ATWELL (8/00) | MICHAEL S. ARIENS<br>DANIEL T. ARIENS<br>JEFFREY D. RIESTER | MICHAEL S. ARIENS<br>DANIEL T. ARIENS<br>PAUL CHETCUTI<br>STEWART WITKOV | MICHAEL S. ARIENS<br>DANIEL T. ARIENS<br>JEFFREY D. RIESTER<br>AVRIL G. HARVEY (11/00) |

OFFICERS

|                                 |                       |                         |                    |
|---------------------------------|-----------------------|-------------------------|--------------------|
| CHAIRMAN OF BOARD               | MICHAEL S. ARIENS     | MICHAEL S. ARIENS       | MICHAEL S. ARIENS  |
| PRESIDENT                       | DANIEL T. ARIENS      | PETER C. ARIENS         | STEWART M. WITKOV  |
| VP - FINANCE/ADMINISTRATION     | STEWART M. WITKOV     | STEWART M. WITKOV       | STEWART M. WITKOV  |
| ASSISTANT SECRETARY             | STEWART M. WITKOV     | STEWART M. WITKOV       | STEWART M. WITKOV  |
| TREASURER                       | STEWART M. WITKOV     | STEWART M. WITKOV       | STEWART M. WITKOV  |
| VP-DOMESTIC SALES AND MARKETING | MICHAEL E. THUECKS    | STEWART M. WITKOV       | STEWART M. WITKOV  |
| VP-MANUFACTURING                | JEFFREY T. HEBBARD    | STEWART M. WITKOV       | STEWART M. WITKOV  |
| VP-INTERNATIONAL MARKETING      | CARL HERDEN           | STEWART M. WITKOV       | STEWART M. WITKOV  |
| VP-SUPPLY CHAIN MANAGEMENT      | JEFF STRENGER         | STEWART M. WITKOV       | STEWART M. WITKOV  |
| VP-HUMAN RESOURCES              | HARRY T. SWANSON, III | STEWART M. WITKOV       | STEWART M. WITKOV  |
| VP-GLOBAL SOURCING              | PAUL CHETCUTI         | STEWART M. WITKOV       | STEWART M. WITKOV  |
| SECRETARY                       | JEFFREY D. RIESTER    | ABAGADO NOMINEE LIMITED | JEFFREY D. RIESTER |

\* 655 W. Ryan St. Brillion, WI 54110

03 APR 15 AM 10:38  
 TALLAHASSEE, FLORIDA

FILED

DOM  
180 181 185

United States of America

State of Wisconsin



DEPARTMENT OF FINANCIAL INSTITUTIONS

To All to Whom These Presents Shall Come, Greeting:

I, RAY ALLEN, Deputy Administrator, Division of Corporate & Consumer Services, Department of Financial Institutions, do hereby certify that

ARIENS COMPANY

is a domestic corporation organized under the laws of this state and that its date of incorporation is September 11, 1933.

I further certify that said corporation has, within its most recently completed report year, filed an annual report required under ss. 180.1622, 180.1921 or 181.1622, Wis. Stats., and that it has not filed articles of dissolution.

IN TESTIMONY WHEREOF, I have  
hereunto set my hand and affixed the official seal  
of the Department on March 27, 2003.

A handwritten signature in black ink, appearing to read 'Ray Allen'.

RAY ALLEN, Deputy Administrator  
Division of Corporate & Consumer Services  
Department of Financial Institutions

BY:

A handwritten signature in black ink, appearing to read 'Cathy Mickelton'.