

F030000002994

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Shoto Corporation
(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: 500005206625--0
-04/09/02--01015--001
*****78.75 *****78.75

Francis G. Holly
(Name of Person)

Shoto Corporation
(Firm/Company)

6450 Highway B
(Address)

Two Rivers, WI 54241
(City/State and Zip code)

For further information concerning this matter, please call:

Francis G. Holly at (920) 682-0196
(Name of Person) (Area Code & Daytime Telephone Number)

FILED
03 JUN 17 AM 8:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Name	STREET ADDRESS:
Availability	Registration Section
Document	Division of Corporations
Examiner	409 E. Gaines St.
Updater	Tallahassee, FL 32399
Updater	
Verifier	Enclosed is a check for the following amount:
Acknowledgement	<input type="checkbox"/> \$70.00 Filing Fee
P. Verifier	DCC

MAILING ADDRESS:

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

☒ \$78.75 Filing Fee &
Certificate of Status

☐ \$78.75 Filing Fee &
Certified Copy

☐ \$87.50 Filing Fee,
Certificate of Status &
Certified Copy

W02-10163
J. BRYAN APR 11 2002



SHOTO

C O R P O R A T I O N

MANUFACTURERS
OF QUALITY
LAMINATED
PRODUCTS

6450 HIGHWAY B TWO RIVERS, WI 54241-9398 (920) 682-0196 FAX (920) 684-6511

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

April 2, 2002

Re: Application by Foreign Corporation for Authorization
to Transact Business in Florida

Enclosed please find the Transmittal Letter and the Application by Foreign Corporation for Authorization to Transact Business in Florida. If you could please rush this application through so that we can receive a Certificate of Status. This will help us in filing an Invitation to Bid form for the State of Florida. If there are any question regarding this form please feel free to give me a call at 920-682-0196.

Thank you.

Jim Shimek

FILED
JUN 17 AM 8:30
DIVISION OF STATE
TALLAHASSEE, FLORIDA



Department of State

Memorandum Office of the General Counsel

TO: File

FROM: Gerard York, Acting General Counsel

DATE: June 12, 2003

RE: Shoto Corporation

Based upon the information provided by this corporation, it is my recommendation that this file be closed. According to Francis G. Holly, President of the Corporation, corporation applied for authority to conduct its affairs in Florida on April 16, 2003 and erroneously represented it has transacted business in Florida since January 1, 1978. According Holly, whose affidavit is attached, the corporation's activities were exempt. Based upon the affidavit, it seems unlikely the corporation has conducted its affairs in Florida as defined in Section 607.1501, Florida Statutes. It is my opinion that outstanding fees and penalties are not actually owed. As a result, I recommend the Division's records should reflect corporation is qualified to transact business in Florida.

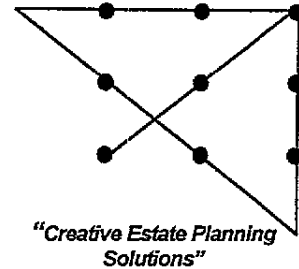
/gty



OLIVER T. SKRIVANIE

ATTORNEY AT LAW - CPA
1523 WASHINGTON STREET
P.O. BOX 117
TWO RIVERS, WI 54241

TELEPHONE NUMBER: 920/793-4521
FAX NUMBER: 920/793-5927
EMAIL: A4id@aol.com

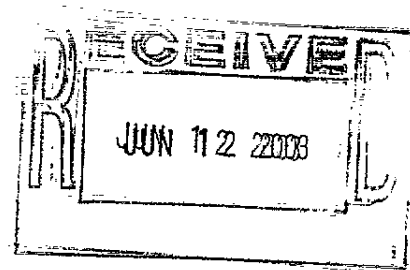


Debra D. Hardtke
Legal Assistant

June 9, 2003

CERTIFIED MAIL – RETURN RECEIPT REQUESTED

Florida Department of State
Division of Corporations
Attn.: Mr. Gerard T. York
Assistant General Counsel
P.O. Box 6327
Tallahassee, FL 32314



Dear Mr. York

Re: Shoto Corporation
Ref. Number W02000010163

Pursuant to your letter of April 17, 2003, a copy of which is enclosed for your reference, Shoto Corporation, by its duly authorized President, submits an Affidavit of exemption.

If you should need further information or have any questions, please call me.

Very truly yours,

Oliver T. Skrivanie

OTS:tjm/Enc.

Affidavit

Francis G. Holly, being first duly sworn on oath, states that:

1. Affiant is an adult individual and President of Shoto Corporation ("Shoto") which is located at 6450 Hwy B, Two Rivers, Wisconsin 54241.

2. Shoto was duly incorporated in the State of Wisconsin on September 27, 1968.

3. Affiant makes this Affidavit in response to a letter dated April 17, 2003 from the Florida Department of State, a copy of which is attached hereto as Exhibit "A."

4. The January 7, 2003 letter from the Florida Department of State, a copy of which is attached as Exhibit "B," was never received by Shoto as the address contained in such letter reflects Two Rivers FL (emphasis added) and not Wisconsin. Shoto received a fax copy of this letter after Affiant's request on June 5, 2003.

5. The April 11, 2002 letter from the Florida Department of State, a copy of which is attached hereto as Exhibit "C," was received by Shoto Corporation via fax on June 5, 2003 after request by Affiant. The address shown on the April 11, 2002 letter was incorrect by reason of the Two Rivers, FL (emphasis added) address on the letter, and not the Wisconsin address, and was not otherwise received by Shoto.

6. Affiant, as President of Shoto, has reviewed transactions and business of Shoto related to the State of Florida, and is of the opinion that any activity of Shoto in the State of Florida does not constitute transacting business within the meaning of Florida law, by reason of the following:

A. Shoto sells through independent contractors;

B. Shoto's transactions within the State of Florida are isolated, sporadic, and short term (completed within 30 days);

C. Shoto's activity within the State of Florida is such that such activity is not done in the course of repeated or continuous activities or transactions;

D. Shoto's activities are essentially business transacted in interstate commerce;

E. Shoto does not own or lease any personal or real property located in the State of Florida nor has it any employees located within the State of Florida;

F. Any orders obtained by independent contractors require acceptance at the home office of Shoto, which is located in the State of Wisconsin; and

G. Shoto's filing of an Application by Foreign Corporation for Authorization to Transact Business in Florida was solely filed by reason of a request by the State of Florida as part of bidding process for a state contract and was done pursuant to §607.1503(1) Florida Statutes.

7. Affiant further makes this Affidavit for the express purpose of and in support of Shoto's request to withdraw any penalties, fees, expenses or costs under Florida Statutes as set forth in the referenced April 17, 2003 letter.

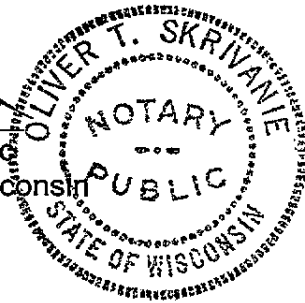
Signed this 9th day of June, 2003.


Francis G. Holly

Subscribed and sworn to before
me this 9th day of June, 2003



Oliver T. Skrivanie, Notary Public
Manitowoc County, State of Wisconsin
My Commission is Permanent.





FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

April 11, 2002

FRANCIS G. HOLLY
6450 HWY. B
TWO RIVERS, ^{FL} 54241
WI

SUBJECT: SHOTO CORPORATION
Ref. Number: W02000010163

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

The entity's period of duration must be listed on the application. Please insert the word "perpetual", if a specific date of dissolution or term of existence has not been specified.

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 \$26,196.25.

Enclosed please find a copy of section 607.1501, 617.1501, or 608.502, Florida Statutes, which lists those activities that do not constitute transacting business in this state. If after reviewing this section you determine erroneous information was inserted on the application, a notarized affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business in Florida prior to the year the application was submitted did not constitute transacting business pursuant to section 607.1501, 617.1501 or 608.502, Florida Statutes.

If you have any questions concerning the filing of your document, please call (850) 245-6043.

Joey Bryan
Document Specialist

Letter Number: 302A00021392



FLORIDA DEPARTMENT OF STATE

Ken Detzner
Secretary of State

January 7, 2003

FRANCIS G. HOLLY
6450 HWY. B
TWO RIVERS, FL 34241

SUBJECT: SHOTO CORPORATION
Ref. Number: W02000010163

This letter is in response to the application by foreign corporation for authorization to transact business in Florida that was previously submitted to this office for SHOTO CORPORATION.

The referenced application states that the corporation has transacted business in the State of Florida since January 1, 1978. You were notified by letter dated April 11, 2002, that because of failure to obtain a certificate of authority prior to transacting business in the State of Florida, the corporation is liable for ~~\$26196.25~~ in appropriate fees and penalties as set forth in Section 607.1502(4), Florida Statutes, (copy enclosed).

27,346.25
Until a response is received by this office concerning the prior notification, the application by foreign corporation for authorization to transact business in Florida will not be processed. If erroneous information was reflected on the previously submitted application, a sworn affidavit may be filed stating the correct date the corporation first transacted business in Florida, that the corporation did not transact business in Florida prior to the application filing year and that the information entered on such application is incorrect. Any such affidavit will be included with your original qualification documents.

Please provide your response to this letter within 30 days to avoid the necessity of further action.

If you have further questions concerning the filing of your document, please telephone the Foreign Qualification/Tax Lien Section at (850) 487-6051.

Diane Cushing
Corporate Specialist Letter No. 803A00000798

Enclosure



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

April 17, 2003

FRANCIS G. HOLLY
6450 HWY. B
TWO RIVERS, WI 54241

SUBJECT: SHOTO CORPORATION
Ref. Number: W02000010163

**CERTIFIED MAIL #7000 1530 0000 2408 0219 RETURN RECEIPT
REQUESTED**

This letter constitutes notice that the Department of State (Department) intends to pursue all legal remedies provided in Sections 607.0130(3) and 607.1502(4)/617.01301 and 617.502(4)/608.502(4), Florida Statutes, because of the failure of SHOTO CORPORATION to pay the appropriate penalties and fees incurred by the transacting of business in Florida without authority. I have enclosed a copy of the applicable Florida Statutes, for your review.

The application submitted by SHOTO CORPORATION for authority to transact business in Florida indicates that the entity transacted business in Florida prior to qualifying. As a result, associated penalties and fees imposed by Section 607.1502(4)/617.1502(4)/608.502(4), Florida Statutes, are due and owing the Department.

Penalties and fees in the amount of \$27346.25 are now due. To avoid further penalty, payment must be remitted within 45 days of receipt of this letter. Please make your check payable to the Department of State and forward it to this office.

In the event the date business was first transacted in Florida is incorrect or the activity falls under an enumerated exemption provided in Section 607.1501(2)/617.1501(2)/608.501(2), Florida Statutes, please provide this office with an affidavit to that effect. If it is determined that the affidavit establishes either circumstance, all penalties and fees previously imposed will either be withdrawn or will be recalculated in accordance with the corrected information, and the application will be processed accordingly. If you have any questions regarding this matter, please telephone (850) 245-6051. I look forward to your response.

Sincerely,

Gerard T. York, Assistant General Counsel

Enclosures Letter No. 503A00023141

U.S. Postal Service
CERTIFIED MAIL RECEIPT
(Domestic Mail Only; No Insurance Coverage Provided)

OFFICIAL USE

Postage	\$
Certified Fee	
Return Receipt Fee (Endorsement Required)	
Restricted Delivery Fee (Endorsement Required)	
Total Postage & Fees	\$

Postmark
Here

Sent To	
Street, Apt. No.; or PO Box No.	
City, State, ZIP+ 4	

7000 1530 0000 2408 0219

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. Shoto Corporation

(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

(State or country under the law of which it is incorporated)

3. 39-1100176

(FEI number, if applicable)

4. September 27, 1968

(Date of incorporation)

5.

(Duration: Year corp. will cease to exist or "perpetual")

6. June 1, 1978

(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. 6450 Highway B, Two Rivers, WI 54241

(Principal office address)

6459 Highway B, Two Rivers, WI 54241

(Current mailing address)

8. SALE OF OFFICE FURNITURE

(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: CORPORATE TECHNOLOGIES INC

Office Address: 450 S.W. 89th COURT.

MIAMI

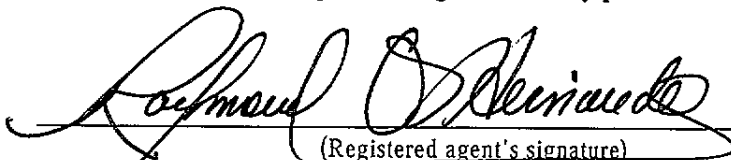
(City)

Florida 33174

(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.

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

A. DIRECTORS

Chairman: Eugene F. Holly

Address: 810 Shoto Road
Two Rivers, WI 54241

Vice Chairman: Francis G. Holly

Address: 1922 Sharon Lane
Manitowoc, WI 54220

Director: Sharon M. Holly

Address: 6325 Hwy. B
Two Rivers, WI 54241

Director:

Address:

FILED
JUN 17 AM 8:30
STATEMENT OF STATE
FALL WISCONSIN, FLORIDA

B. OFFICERS

President: Eugene F. Holly

Address: 810 Shoto Road
Two Rivers, WI 54241

Vice President: Francis G. Holly Michael R. Holly

Address: 1922 Sharon Lane 754 Shoto Road
Manitowoc, WI 54220 Two Rivers, WI 54241

Secretary: Sharon M. Holly

Address: 6325 Hwy. B Two Rivers, WI 54241

Treasurer: Francis G. Holly

Address: 1922 Sharon Lane Manitowoc, WI 54220

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

13. Francis G. Holly
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Francis G. Holly Vice-President/Vice-Chairman

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

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, Administrator, Division of Corporate & Consumer Services, Department of Financial Institutions, do hereby certify that

SHOTO CORPORATION

is a domestic corporation organized under the laws of this state and that its date of incorporation is September 27, 1968.

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 22, 2002.

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

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

BY: A handwritten signature in black ink, appearing to read "Atty. Mickelson".

Effective July 1, 1996, the Department of Financial Institutions assumed the functions previously performed by the Corporations Division of the Secretary of State and is the successor custodian of corporate records formerly held by the Secretary of State.