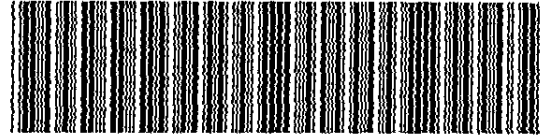


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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



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W03-15510

AL

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

(Business Entity Name)

(Document Number)

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

June 4, 2003

MARY G. NEVINGER
301 EAST HARRIS AVENUE
P.O. BOX 609
GREENVILLE, IL 62246-0609

SUBJECT: NEVCO SCOREBOARD COMPANY
Ref. Number: W03000015910

We have received your document for NEVCO SCOREBOARD COMPANY. However, the document has not been filed and is being returned 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 \$28,356.25.

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) 245-6094.

Agnes Lunt
Document Specialist

Letter Number: 203A00034912

THOMPSON COBURN

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*Thompson Coburn LLP
Attorneys at Law*

One US Bank Plaza
St. Louis, Missouri 63101
314-552-6000
FAX 314-552-7000
www.thompsoncoburn.com

June 24, 2003

Laura M. Jordan
314-552-6469
FAX 314-552-7469
EMAIL ljordan@
thompsoncoburn.com

VIA CERTIFIED MAIL/RETURN RECEIPT REQUESTED

Agnes Lunt
Document Specialist
Division of Corporations
Florida Department of State
P.O. Box 6327
Tallahassee, FL 32314

Re: Nevco Scoreboard Company
Ref. Number: W03000015910

Dear Ms. Lunt:

We represent Nevco Scoreboard Company ("Nevco") with regard to the above-referenced Application for Authorization to Transact Business in Florida. Please direct all future correspondence regarding this application to me.

Nevco's original application contained an inadvertent and unintentional error. Specifically, the application erroneously indicated that Nevco had been transacting business in Florida since 1977. This was based upon an incorrect understanding by the person who prepared and submitted the application of Florida law defining transaction of business. As the Florida Statutes have defined the term "transacting business" pursuant to section 607.1502(1) et seq., Nevco has never transacted business in the State of Florida. On the contrary, Nevco's business operations in Florida have been limited to sales through independent contractors, and all orders placed by Florida customers require acceptance in the State of Illinois before they become contracts.

To verify this information, enclosed please find the notarized affidavit of Barry Harris, Vice President for Nevco. As Mr. Harris has verified, under oath, Nevco's original application was submitted based upon his misunderstanding of the meaning of "transacting business." The correct response to item 6 of the application should have been "upon qualification" rather than 06/01/1977. I trust you can understand why a non-lawyer such as Mr. Harris could have reached

June 24, 2003
Page 2

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TALLAHASSEE, FLORIDA

this misunderstanding and in fact acted in good faith based upon his understanding of the question, incorrect though it was.

I trust this corrects any deficiencies in Nevco's original application, clarifies that Nevco has not been transacting business in Florida since 1977 within the meaning of the statute, and establishes that no assessment is appropriate or warranted. Based upon my conversation with you, although Nevco offered to submit an amended application, you indicated you did not require the submission of a revised application.

Your prompt and favorable consideration of Nevco's Application for Authorization to Transact Business in Florida, and a withdrawal of the assessment reflected in your prior letter, is greatly appreciated.

If you have any further questions or require any additional information, please do not hesitate to call me at the number listed above, or Charles Poplstein, 314-552-6095, who will be handling this matter in my absence on maternity leave after August 1, 2003.

Very truly yours,

Thompson Coburn LLP

By
Laura M. Jordan

CMP/lmj

Enclosure

cc: Barry Harris

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TALLAHASSEE, FLORIDA

AFFIDAVIT OF BARRY HARRIS

BARRY HARRIS, being first duly sworn, deposes and states as follows:

1. I am over eighteen years of age and believe in the obligations of an oath. If called to testify in a court of law, I would be able to testify as to the following statements based upon my own personal knowledge and/or knowledge secured as Vice President of Nevco Scoreboard Company ("Nevco").
2. I am an officer of Nevco. I have no legal training or background in the law.
3. To the extent Nevco has ever sold product in the State of Florida before now, all sales have been made through independent contractors and all orders placed by Florida customers must be accepted by Nevco in Illinois before they become contracts.
4. On or about 05/02 2003 I prepared, signed and submitted on behalf of Nevco an "Application by Foreign Corporation for Authorization to Transact Business in Florida" (the "Application").
5. In part 6 of the Application, I erroneously indicated that Nevco first transacted business in Florida on June 1, 1977. I used this date based upon a sales tax certificate that was issued to Nevco. At the time, I erroneously thought Nevco was transacting business within the State if it made sales in that State through independent contractors and all orders placed by Florida customers were accepted by Nevco in Illinois before they become contracts.
6. My answer to part 6 was based upon this misunderstanding of the meaning of "transacting business." Based upon what I now understand to be the proper standard, Nevco's

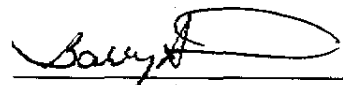
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TALLAHASSEE, FLORIDA

accurate answer to part 6 should have been "Upon Qualification" as Nevco has never transacted business in Florida as defined by Florida Statutes Sections 607.1501-607.1532.

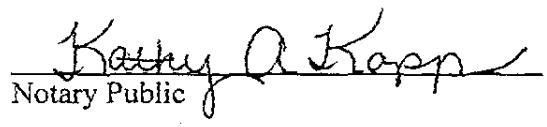
7. My statements herein are true and accurate to the best of my knowledge, recollection, and belief.



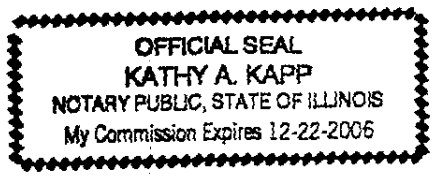
Barry Harris
Vice President, Nevco Scoreboard Company

STATE OF ILLINOIS)
COUNTY OF Bond) ss

Subscribed and sworn to before me, a Notary Public, this 18 day of June, 2003.


Notary Public

My Commission Expires: 12-22-2006



TRANSMITTAL LETTER

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03 JUL -1 AM 9:51

TO: Registration Section
Division of Corporations

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SUBJECT: Nevco Scoreboard 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:

Mary G. Nevinger, President
(Name of Person)

Nevco Scoreboard Company
(Firm/Company)

301 East Harris Avenue, PO Box 609
(Address)

Greenville IL 62246-0609
(City/State and Zip code)

For further information concerning this matter, please call:

Barry Harris, Vice President at (618) 664-0360
(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

FILED

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.

AM 9:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. Nevco Scoreboard 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. Illinois 3. 37-0893517
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 07/07/66 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. 06/01/77 (Certificate for Sales Tax, Certificate #78-11-024442-63-3)
(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. 301 East Harris Avenue, PO Box 609, Greenville IL 62246-0609
(Principal office address)
301 East Harris Avenue, PO Box 609, Greenville IL 62246-0609
(Current mailing address)
8. Sales of Electronic Sports Scoreboards
(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: Ellen Juliano
Office Address: 1042 Rosetta Drive
Deltona, Florida 32725
(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.

Ellen Juliano
(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

DIRECTOR
~~XXXXXXXX~~

Mary G. Nevinger

Address: 1215 Vine Street

Greenville IL 62246

Vice Chairman:

Address:

Director: Barry Harris

Address: 418 South Alhambra Road

Alhambra IL 62001

Director: Randy McKean

Address: 804 Linder Boulevard

Greenville IL 62246

B. OFFICERS

President: Mary G. Nevinger

Address: 1215 Vine Street

Greenville IL 62246

Vice President: Barry Harris

Address: 418 South Alhambra Road

Alhambra IL 62001

Secretary: Randy McKean

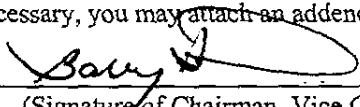
Address: 804 Linder Boulevard, Greenville IL 62246

Treasurer: Mary G. Nevinger

Address: 1215 Vine Street, Greenville IL 62246

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.

Barry Harris, Vice President

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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



To all to whom these Presents Shall Come, Greeting:

I, Jesse White, Secretary of State of the State of Illinois, do hereby certify that

NEVCO SCOREBOARD COMPANY, A DOMESTIC CORPORATION, INCORPORATED UNDER THE LAWS OF THIS STATE JULY 7, 1966, APPEARS TO HAVE COMPLIED WITH ALL THE PROVISIONS OF THE BUSINESS CORPORATION ACT OF THIS STATE RELATING TO THE FILING OF ANNUAL REPORTS AND PAYMENT OF FRANCHISE TAXES, AND AS OF THIS DATE, IS IN GOOD STANDING AS A DOMESTIC CORPORATION IN THE STATE OF ILLINOIS*****



In Testimony Whereof, I, hereto set my hand and cause to be affixed the Great Seal of the State of Illinois, this 30TH *day of* APRIL *A.D.* 2003

Jesse White

SECRETARY OF STATE