

F03000004104

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03 AUG 18 AM 11:32

DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA



100015329431

04/07/03--01096--018 **78.75

08/12/03--01022--018 **1500.00

W03-9895

AL

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

April 8, 2003

JEFFREY C. COLLINS, ESQ.
6 SOUTH TEJON STREET SUITE 700
COLORADO SPRINGS, CO 80903

SUBJECT: PROFESSIONAL BULL RIDERS, INC.
Ref. Number: W03000009895

We have received your document for PROFESSIONAL BULL RIDERS, INC. 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 \$5,750.00.

If you have any questions concerning the filing of your document, please call (850) 245-6094.

Agnes Lunt
Document Specialist

Letter Number: 503A00020852



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TALLAHASSEE, FLORIDA

FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
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: 719-219-1700

Please deliver the following pages to:

NAME: Jeff Collins, Esq.

COMPANY: Professional Bull Riders, Inc.

CITY/STATE: Colorado Springs, Colorado

SENDER: Gerard T. York, Esq.,
Acting General Counsel

DATE/TIME: 04/18/03 4:55 PM

NUMBER OF PAGES (including transmittal sheet): 2

FROM FAX: 850/245-6127

*6/30/03 spoke w/ Jeff Collins
- Extended his deadline to July 18, 2003
- See phone notes.
JTD*

COMMENTS: This communication is in response to our conversation today regarding annual report fees and statutory penalties which could be assessed against Professional Bull Riders, Inc., under section 607.1502(4), Florida Statutes, based upon its April 8, 2003 application.

We would offer to settle the issue of annual report fees and foreign non-qualified penalties from Professional Bull Riders, Inc. for the sum of \$3,250.00, reflecting annual report fees from 1998 of \$750.00 and penalties from 1998 of \$2,500.00 assessed at the statutory minimum of \$500.00 per year (as opposed to the maximum penalty of \$1,000.00 per year). This offer remains in effect until June 30, 2003.

Upon receipt of a check in the amount of \$3,250.00 payable to the Department of State, Division of Corporations, I will instruct the Division of Corporations to indicate in its records Professional Bull Riders, Inc. , is qualified to transact business in Florida. Please mail the check to this attorney at: Office of General Counsel, 500 South Bronough Street, Room 123, The R. A. Gray Building, Tallahassee, Florida 32399-0250.

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TALLAHASSEE, FLORIDA

Please do not hesitate to contact me at 850-245-6514 should you have any questions.

**500 SOUTH BRONOUGH STREET • ROOM 123 THE R. A. GRAY
BUILDING • TALLAHASSEE, FLORIDA 32399-0250**



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**STATE OF FLORIDA
DEPARTMENT OF STATE
OFFICE OF GENERAL COUNSEL**

JEB BUSH
Governor

GLEND A. HOOD
Secretary of State

F A C S I M I L E T R A N S M I T T A L

TO FAX NUMBER: 719-219-1700

Please deliver the following pages to:

NAME: Jeff Collins, Esq.,

**SENDER: Gerard T. York
Acting General Counsel
850/245-6514**

DATE/TIME: 06/16/03 11:08 AM

NUMBER OF PAGES (including transmittal sheet): 3

FROM FAX: 850/245-6127

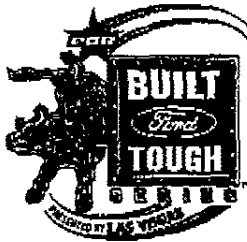
COMMENTS: As of this date we have not received a response to the attached correspondence. Please advise.

**500 SOUTH BRONOUGH STREET • ROOM 123, THE R. A. GRAY
BUILDING • TALLAHASSEE, FLORIDA 32399-0250**



June 30, 2003

VIA FACSIMILE TO (850)245-6127



Ms. Marielba Torres
500 South Bronough Street, Room 123
The R.A. Gray Building
Tallahassee, FL 32399-0250

Dear Ms. Torres:

This letter will confirm our conversation earlier today wherein you agreed to extend the deadline by which Professional Bull Riders, Inc. must respond to Mr. Gerard T. York, Esq.'s offer to settle the issue of annual report fees and Foreign Non-Qualified penalties. Based upon our conversation, I understand that Professional Bull Riders, Inc. has until July 18, 2003, within which to respond to such offer. Thank you for accommodating our extension request.

At your request, enclosed with this letter is a copy of the facsimile transmittal received from Mr. York initially transmitting the above-referenced offer.

Thank you for your understanding in this matter.

Sincerely,

Jeffrey C. Collins
General Counsel
Professional Bull Riders, Inc.

JCC/las

Enclosure

PROFESSIONAL BULL
RIDERS, INC.
6 SOUTH TEJON STREET
SUITE 700
COLORADO SPRINGS,
CO 80903
TEL: 719 471 3008
FAX: 719 471 4712
WWW.PRRNDW.COM

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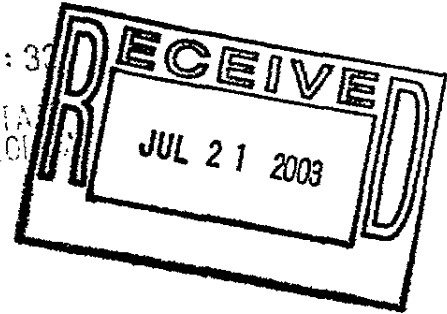


July 18, 2003

VIA FEDERAL EXPRESS

Ms. Marielba Torres
500 South Bronough Street, Room 123
The R. A. Gray Building
Tallahassee, FL 32399-0250

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U.S. DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA



Dear Ms. Torres,

As we discussed on the telephone today, enclosed is a Professional Bull Riders, Inc. ("PBR") check (Check No. 022404) in the amount of \$1500 payable to Florida Department of State, Division of Corporations in full settlement of the issue of annual reports fees and foreign non-qualified penalties from PBR. Upon your receipt of the enclosed check, it is my understanding that the Application By Foreign Corporation For Authorization To Transact Business In Florida filed by PBR with the Florida Department of State, Division of Corporations, on or about April 4, 2003 will be accepted and duly processed.

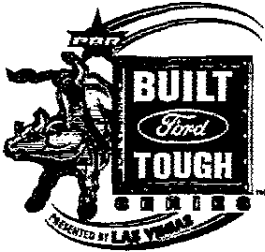
Thank you for your help in getting this matter resolved and if I can answer any questions, please give me a call.

Sincerely,

Jeffrey C. Collins
General Counsel
Professional Bull Riders, Inc.

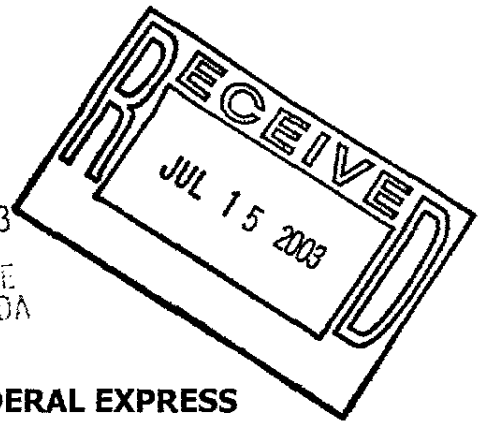
Enclosure (Check No. 022404)

PROFESSIONAL BULL
RIDERS, INC.
6 SOUTH TEJON STREET
SUITE 700
COLORADO SPRINGS,
CO 80903
TEL: 719 471 3008
FAX: 719 471 4712
WWW.PBRNOW.COM



July 14, 2003

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TALLAHASSEE, FLORIDA



VIA FACSIMILE (850 245-6127) AND FEDERAL EXPRESS

Ms. Marielba Torres
500 South Bronough Street, Room 123
The R. A. Gray Building
Tallahassee, FL 32399-0250

Dear Ms. Torres,

As we discussed on the telephone on June 30, 2003, Professional Bull Riders, Inc. ("PBR") requested that the Application By Foreign Corporation For Authorization To Transact Business In Florida ("Application") filed by PBR with the Florida Department of State, Division of Corporations, on or about April 4, 2003 be withdrawn and the filing fee in the amount of \$78.75 refunded. A copy of the Application as originally filed is attached for your reference. By this letter, I am again requesting such withdrawal and refund. As we discussed, the basis for our requests is that PBR was not "doing business" in the State of Florida during the periods indicated on the Application.

The Application indicated that PBR first transacted business in the State of Florida in 1998. That statement was made because 1998 was the first year in which PBR staged a bull riding event in the state. The 1998 event took place in Tampa, Florida on February 23 and 24, 1998, and PBR staged no other events in the State of Florida that year. PBR had never staged bull riding events in Florida prior to that event and never made or evidenced any plan or intent to stage any subsequent events in Florida. PBR made no multi-year contracts or other commitments with regard to staging events in Florida in 1998 or thereafter. The 1998 event was truly an "isolated event", was completed within 30 days and was not in the course of repeated transactions of a like nature. Under Fla. Stat. Ann. Section 607.1501(2)(j), Professional Bull Riders, Inc. did not transact business in the State of Florida in 1998 and, correspondingly, had no statutory duty to file an Application For Authorization To Transact Business In Florida.

In 1999 and in each year thereafter, Professional Bull Riders, Inc. made the isolated and independent decision whether to conduct a

PROFESSIONAL BULL
RIDERS, INC.
6 SOUTH TEJON STREET
SUITE 700
COLORADO SPRINGS,
CO 80903
TEL: 719 471 3008
FAX: 719 471 4712
WWW.PBRNOW.COM

Ms. Marielba Torres
July 14, 2003
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TALLAHASSEE, FLORIDA

professional bull riding event in the state of Florida. Again, PBR had no duty or obligation to conduct any events in the State in any year and at no time did PBR enter into any multiyear contracts or other business arrangements requiring that it stage events on a continuing or repeated basis in the State of Florida. At no time did PBR's actions indicate a purpose or intent to continue conducting events in the State and each year the independent decision was made whether or not to conduct any events in the following year. Each of the events staged lasted no more than 2 days, took place at different times and were never in the course of repeated transactions of a like nature. Again, under Fla. Stat. Ann. Section 607.1501(2)(j), Professional Bull Riders, Inc. did not transact business in the State of Florida in 1999 or in any year thereafter and, correspondingly, PBR had no statutory duty to file an Application For Authorization To Transact Business In Florida.

A review of the Florida case law revealed only one case relevant to these issues. That case is *Crockin v. Boston Store of Ft. Myers, Inc.*, 188 So. 853 (Florida 1939). In *Crockin*, the Florida Supreme Court held that the exchange of corporate stock in a Florida corporation to satisfy a debt did not constitute "doing business." *Id.* at 864. The court extensively quoted *Corpus Juris Secundum* for the proposition that an isolated transaction does not generally constitute doing business. *Id.* at 858-59. The current relevant CJS section states in part (Emphasis Added):

"Generally, single or isolated transactions do not constitute doing business within the state, although they are a part of the very business for which the corporation is organized to transact, if the action of the corporation in engaging therein indicates no purpose of continuity of conduct in that respect . . . Where the single or isolated transaction forms a part of the regular business of the corporation and the action of the corporation in engaging therein indicates a purpose to continue to engage within the state in the transaction or a part of all of its ordinary business, or where the transaction is of a nature which necessitates a continuity of activity by the corporation within the state for a considerable period of time, the foreign corporation is doing, transacting, carrying on, or engaging in business therein within the meaning of the statutes."

CJS corporations § 908 (2002).

The relevant CJS section goes on to state:

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July 14, 2003
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TALLAHASSEE, FLORIDA

"The determination of whether a transaction is isolated is largely one of fact to be made on a case-by-case basis; reasonableness is the touchstone. If the activities of a foreign corporation are extensive in scope and involve a great deal of work over a period of time, the corporation may be doing business in the state even though all such activities are related to a single contract."

In this case, applying a reasonableness standard, the facts do not support the conclusion that PBR was doing business in the State of Florida in 1998 or in any subsequent year. PBR's activities in the State were not, by any definition, extensive in scope, did not involve a great deal of work over a period of time, did not indicate a purpose to continue to engage in such transactions in the future, and were not of a nature which necessitated a continuity of activity for a considerable time.

Finally, it is noted that Fla. Stat. Ann. Section 607.1501(3) states: "The list of activities in subsection 2 [i.e., activities that do not constitute transacting business] is not exhaustive." Given the limited contact PBR has had with the State of Florida, the limited period of time in which PBR has engaged in activities in the State of Florida, the absence of any indication or obligation by PBR to engage in continuing activities in the State of Florida and the isolated nature of PBR's activities in the State of Florida, it is clear that PBR has not transacted business in the State sufficient to trigger the statutory duty to file an Application By Foreign Corporation For Authorization To Transact Business In Florida.

For the foregoing reasons, PBR again requests that the Application By Foreign Corporation For Authorization To Transact Business In Florida filed by PBR on or about April 4, 2003 be withdrawn and the filing fee in the amount of \$78.75 refunded.

As you know, on June 30, 2003 you granted PBR an extension of time within which to respond to Mr. Gerard T. York's offer to settle the issue of annual report fees and penalties to July 18, 2003. As a result, I would appreciate your immediate review and consideration of PBR's position and your providing me a response and decision prior to that date so that PBR may timely consider Mr. York's offer in light of your decision. If you are unable to provide a response to our position before that date, I hereby request a short extension of time to enable us to work through the issues.

Ms. Marielba Torres
July 14, 2003
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TALLAHASSEE, FLORIDA

Thank you and if I can answer any questions, please give me a call.

Sincerely,



Jeffrey C. Collins
General Counsel
Professional Bull Riders, Inc.

Enclosures



Department of State
Memorandum
Office of the General Counsel

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DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

TO: Division of Corporations, Florida Department of State
FROM: Marielba Torres, Acting General Counsel *MT*
DATE: July 31, 2003
RE: Professional Bull Riders, Inc.

As per the agreement between the corporation of reference and the Office of the General Counsel, said corporation has paid outstanding annual report and administrative fees in the amount of \$1,500.00. Based on the documents included in our files and on the payment received from the corporation on July 21, 2003, it is recommended that the Division records process the corporation's application for Authorization to do Business in Florida.

TRANSMITTAL LETTER

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03 AUG 18 AM 11:33

DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

TO: Registration Section
Division of Corporations

SUBJECT: Professional Bull Riders, 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:

Jeffrey C. Collins, Esq.
(Name of Person)

Professional Bull Riders, Inc.
(Firm/Company)

6 South Tejon Street Suite 700
(Address)

Colorado Springs, CO 80903
(City/State and Zip code)

For further information concerning this matter, please call:

Jeffrey C. Collins, Esq. at (719) 471-3008 extension 3153
(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

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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.

03 APR 1992 AM 11:33
DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

- 1. PROFESSIONAL BULL RIDERS, 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. COLORADO 3. 84-1357589
(State or country under the law of which it is incorporated) (FEI number, if applicable)
- 4. 1996 5. PERPETUAL
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
- 6. 1998
(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. 6 South Tejon Street Suite 700, Colorado Springs, CO 80903
(Principal office address)
6 South Tejon Street Suite 700, Colorado Springs, CO 80903
(Current mailing address)

8. staging of bull riding events
(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 South Pine Island Road

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.

Hiedi M. Kuech, Asst. Secretary
(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: Tuff Hedeman
Address: 24860 North Highway 281
Stephenville, TX 76401

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TALLAHASSEE, FLORIDA

Vice Chairman: Cody Lambert
Address: 4471 New London
Henrietta, TX 76365

Director: Ty Murray
Address: 1660 PR 1213
Stephenville, TX 76401

Director: Michael Gaffney
Address: 580 Andrews Lane
Corrales, NM 87048

B. OFFICERS

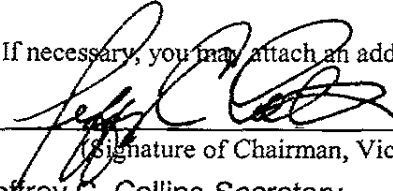
President: Tuff Hedeman
Address: 24860 North Highway 281
Stephenville, TX 76401

Vice President: Cody Lambert
Address: 4471 New London
Henrietta, TX 76365

Secretary: Jeffrey C. Collins
Address: 6 South Tejon Street Suite 700, Colorado Springs, CO 80903

Treasurer: Richard Perkins
Address: 6 South Tejon Street Suite 700, Colorado Springs, CO 80903

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. Jeffrey C. Collins-Secretary
(Typed or printed name and capacity of person signing application)

PROFESSIONAL BULL RIDERS, INC.
BOARD OF DIRECTORS AND OFFICERS

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TALLAHASSEE, FLORIDA

NAME, ADDRESS and TITLE:

Tuff Hedeman- President
P.O. Box 224
Morgan Mills, TX 76475

Cody Lambert-Vice President
4471 New London
Henrietta, TX 76365

Randy Bernard- Chief Executive Officer
6 S Tejon Suite 700
Colorado Springs, CO 80903

Richard Perkins-Treasurer
6 S Tejon Suite 700
Colorado Springs, CO 80903

Jeffrey Collins-Secretary
6 S Tejon Suite 700
Colorado Springs, CO 80903

Ty Murray-Director
1660 PR1213
Stephenville, TX 76401

Michael Gaffney-Director
P.O. Box 727
Corrales, NM 87048

Aaron Semas-Director
10940 Mount Vernon Road
Auburn, CA 95603

Clint Branger-Director
P.O. Box 42
Roscoe, MT 59071

Cody Custer-Director
690 La Golindalina
Wickenburg, AZ 85390

Tom Teague-Director
P.O. Box 24788
Winston-Salem, NC 27114



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TALLAHASSEE, FLORIDA

STATE OF COLORADO

DEPARTMENT OF STATE CERTIFICATE

I, DONETTA DAVIDSON, Secretary of State of the State of Colorado,
hereby certify that, according to the records of this office,

PROFESSIONAL BULL RIDERS, INC.
(Colorado CORPORATION)
File # 19961004808

was filed in this office on January 11, 1996 and has complied with the applicable provisions
of the laws of the State of Colorado and on this date is in good standing and authorized and
competent to transact business or to conduct its affairs within this state.

Dated: March 21, 2003

For Validation:

Certificate ID: 648797

To validate this certificate, visit the following
web site, enter this certificate ID, then follow the
instructions displayed.

www.sos.state.co.us/ValidateCertificate

Donetta Davidson

SECRETARY OF STATE