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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

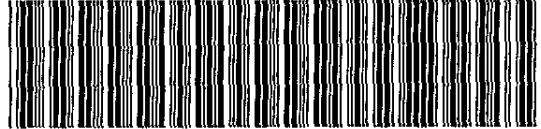
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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10/29/03--01025--009 **78.75

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
C3 DEC -1 14 9:36

FILED

FD3-5933
OK



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

November 4, 2003

CAMERON D RYAN
1895 AIRPORT EXCHANGE BLVD.
ERLANGER, KY 41018

SUBJECT: CHARLSON INDUSTRIES, INC.
Ref. Number: W03000032306

We have received your document for CHARLSON INDUSTRIES, 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:

Based upon information provided by the Florida Department of Revenue, pursuant to section 213.053(14), Florida Statutes, it appears that CHARLSON INDUSTRIES, INC. has transacted business in Florida prior to submitting an "Application for Authority to Transact Business in Florida". The information received from the Florida Department of Revenue indicates January 1, 1998 as the initial date of transacting business in the State of Florida.

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 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.

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) 245-6020.

Tammi Cline
Document Specialist

Letter Number: 403A00059875

03 DEC -1 AM 9:35

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Charlson Broadcast Technologies, LLC

*1895 Airport Exchange Boulevard, Erlanger, KY 41018 * (859) 283-3000 * FAX * (859) 283-3001*

Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, Florida 32314

November 24, 2003

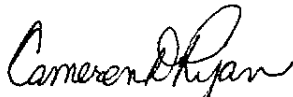
Dear Ms. Cline;

I spoke today with Ms. Brenda Tapp who contacted me following receipt of a November 19, 2003 correspondence in which I questioned whether a corporate member of an LLC, and whose sole activity is in its capacity as a holding company, must register to do business in Florida.

Per Ms. Tapp, a holding company is not transacting business just because it holds an interest in an LLC. Therefore it seems appropriate for Charlson Industries, Inc. to recall its Application by Foreign Corporation for Authorization to Transact Business in Florida. Your department has previously returned the \$78.75 application fee. Please be so kind as to forward a notice indicating the proposed penalty of \$5,750.00 has been negated.

Thank you and Ms. Tapp for your prompt attention and response to my queries.

Sincerely,



Cameron D. Ryan

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: CHARLSON INDUSTRIES, 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:

CAMERON D RYAN
(Name of Person)

CHARLSON INDUSTRIES, INC.
(Firm/Company)

1895 AIRPORT EXCHANGE BOULEVARD
(Address)

ERLANGER, KY 41018
(City/State and Zip code)

For further information concerning this matter, please call:

CAMERON D RYAN at (859) 283-3000
(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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Charlson Broadcast Technologies, LLC

4900 Olympic Boulevard, Erlanger, KY 41018 * (606) 283-3000 * FAX * (606) 283-3001

Florida Department of State
Division of Corporations
Registration Section
409 E Gaines Street
Tallahassee, Florida 32399

October 20, 2003

Dear Madam/ Sir:

Attached is a completed Application by Foreign Corporation for Authorization to Transact Business in Florida along with the \$78.75 fee. I spoke to a representative from your department and explained I believed we had filed all applicable applications; however it is now my understanding Charlson Industries, Inc., which is a holding company, must file the enclosed application. Please note I have attempted to call your department and explain the filing was delayed by the need to arrange and obtain signatures from the company acting as registered agent in Florida. Please therefore excuse any tardiness in receipt of the attached.

Thank you very much for your attention in this matter.

Sincerely,



Cameron D. Ryan

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Charlson Broadcast Technologies, LLC

*4900 Olympic Boulevard, Erlanger, KY 41018 * (606) 283-3000 * FAX * (606) 283-3001*

Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, Florida 32314

November 19, 2003

Dear Ms. Cline;

I have received your letter of November 4, 2003 returning the Charlson Industries, Inc. document forwarded your department on October 20, 2003 along with our \$78.75 application fee. Per your letter the Company has been assessed a penalty of \$5,750.00 representing \$1000 for each year the entity transacted business prior to qualification.

In April and May of 1999, I contacted various Florida agencies in anticipation of Charlson Broadcast Technologies, LLC (CBT) beginning some activities in Florida as a seasonal vendor(see attached). Among these were the Florida Department of Revenue and the Florida Division of Pari-Mutual Wagering (See attached Memo(s)). In May of 1999 CBT began activities in Florida; those activities consist of providing video broadcasting for Calder Race Course, allowing interstate simulcasting of racing signals. Please note Charlson Industries, Inc.'s only connection to Florida is its status as a holding company for a partial interest in CBT.

Since beginning the activities in Florida, CBT has been diligent in filing all tax returns it was aware were applicable, and promptly paying all related tax returns. This would include all payroll and sales tax, racing licensing, personal property tax and income tax returns. To date, CBT has paid \$61,762.56 in personal property taxes alone and is scheduled this week to remit the current billing for \$15,388.24.

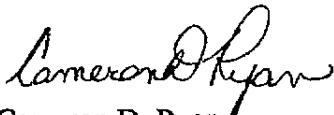
Please note I joined CBT in mid-February, 1999 after Charlson Industries, Inc.(CII) and another party formed CBT as an LLC. On 4/13/99 I contacted (800) 488-9000 and requested forms to register to do business in the State of Florida. On 5/13/99 I filed the forms sent -an Application to Collect Taxes, noting CBT was a new business. Since that time, despite filing all tax returns and paying all related taxes, neither CBT nor Charlson Industries, Inc. have, until recently, received notice of a failure to make any required application or registration to do business. I would have expected that if either company had been remiss in any filing we would have received notice prior to third quarter 2003; had we received such notice, the companies would certainly have promptly complied with any application or registration and we would not be looking at \$5,750.00 in proposed penalties for Charlson Industries alone.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I have been referred to Florida Statutes 607.1501 which does not seem to address whether a corporation whose sole purpose is to act as a holding company of an LLC performing activities in Florida is required to register in Florida as a foreign corporation. Further 608.501 excludes from registration companies transacting business in interstate commerce; is there a possibility the activities of CBT, the limited liability company, would qualify as an exemption?

Given the above facts and circumstances, I would respectfully request this penalty as well as any anticipated for CBT be waived. I assure you both CII and CBT will continue to comply with all regulations as we know them.

Sincerely,



Cameron D. Ryan

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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. CHARLSON INDUSTRIES INC.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. OHIO

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

3. 31-1128380

(FEI number, if applicable)

4. 3/15/85

(Date of incorporation)

5. PERPETUAL

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

6. 4/15/99 AS HOLDING COMPANY

(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. 1895 AIRPORT EXCHANGE BOULEVARD, ERLANGER, Ky 41018

(Principal office address)

SAME

(Current mailing address)

8. COMPANY IS MEMBER OF LLC WHICH IS INVOLVED IN TV PRODUCTION

(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 ROAD

PLANTATION

(City)

, Florida 33324

(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.

Stacia L. Williams

(Registered agent's signature)

Stacia L. Williams, Asst. Sect.

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

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

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: CARY C. CHARLSON

Address: 1895 AIRPORT EXCHANGE BOULEVARD, ERLANGER, Ky. 40126

Vice President: _____

Address: _____

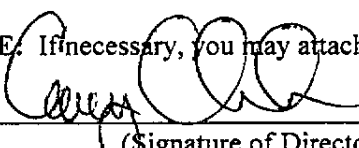
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. 
(Signature of Director or Officer listed in number 12 of the application)

14. _____

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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



John Y. Brown III
Secretary of State

Certificate of Authorization

I, John Y. Brown III, Secretary of State of the Commonwealth of Kentucky, do hereby certify that according to the records in the Office of the Secretary of State,

CHARLSON INDUSTRIES, INC.

, a corporation organized under the laws of the state of Ohio, is authorized to transact business in the Commonwealth of Kentucky, and received the authority to transact business in Kentucky on April 11, 1994.

I further certify that all fees and penalties owed to the Secretary of State have been paid; that an application for certificate of withdrawal has not been filed; and that the most recent annual report required by KRS 271B.16-220 has been delivered to the Secretary of State.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Official Seal at Frankfort, Kentucky, this 26th day of September, 2003.



John Y. Brown, III

John Y. Brown III
Secretary of State
Commonwealth of Kentucky
Rlong/0329097