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W05-45632  
↓ BY MAIL OCT 4 2005

## COVER LETTER

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** Smith & Associates, CPAs, A Professional Association  
(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:

Martin J. Ridge, Clerk

(Name of Person)

Beagle & Ridge, LLC

(Firm/Company)

P.O. Box 7044

(Address)

Portland, Maine 04112-7044

(City/State and Zip code)

For further information concerning this matter, please call:

Martin J. Ridge

(Name of Person)

at ( 207 ) 773-1751

(Area Code & Daytime Telephone Number)

**STREET/COURIER ADDRESS:**

Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**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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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

October 4, 2005

MARTIN J. RIDGE, CLERK  
BEAGLE & RIDGE, LLC  
P.O. BOX 7044  
PORTLAND, ME 04112-7044

SUBJECT: SMITH & ASSOCIATES, CPAS, A PROFESSIONAL ASSOCIATION  
Ref. Number: W05000045632

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OFFICE OF THE SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

We have received your document for SMITH & ASSOCIATES, CPAS, A PROFESSIONAL ASSOCIATION and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of your corporation is not available in Florida. An out-of-state corporation whose name is not available must adopt an alternate corporate name for use in Florida. The alternate corporate name must contain "Incorporated," "Company," "Corporation," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp." Please enter the alternate corporate name in the space provided in number one of the application.

Simply adding "of Florida" or "Florida" to the end of a name is not acceptable.

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) 245-6043.

Joey Bryan  
Document Specialist

Letter Number: 505A00060194

BEAGLE & RIDGE, LLC  
ATTORNEYS AT LAW

C. ALAN BEAGLE  
MARTIN J. RIDGE  
JENNIFER E. THOMAS

26 CITY CENTER  
P.O. BOX 7044  
PORTLAND, MAINE 04112  
(207) 773-1751  
(207) 775-3382 (facsimile)

November 1, 2005

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2005 NOV 10 PM 3:49  
SMITH & ASSOCIATES  
TALLAHASSEE, FLORIDA

Florida Department of State  
Division of Corporations (Joey Bryan)  
P.O. Box 6327  
Tallahassee, FL 32314

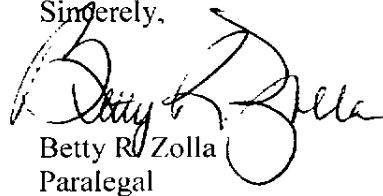
RE: Smith & Associates, CPAs, A Professional Association  
d/b/a Wayne C. Smith, C.P.A., Incorporated

Dear Mr. Bryan:

Pursuant to your letter dated October 4, 2005 (a copy of which is enclosed), I enclose herewith the Application by Foreign Corporation for Authorization to Transact Business in Florida with regard to the above-referenced corporation completing Section #1, together with a Maine Certified Corporate Information Summary.

If you have any questions, please feel free to call.

Sincerely,

  
Betty R. Zolla  
Paralegal

brz  
enclosures  
cc: Wayne C. Smith

**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. Smith & Associates, CPAs, A Professional Association

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

Wayne C. Smith, C.P.A., Incorporated

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

2. Maine

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

3. \_\_\_\_\_

(FEI number, if applicable)

4. March 30, 1998

(Date of incorporation)

5. Perpetual

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

6. November, 2005

(Date first transacted business in Florida, if prior to registration)

(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 2520 North Tamiami Trail, Nokomis, Florida 34275

(Principal office address)

4 Fundy Road, Falmouth, Maine 04105

(Current mailing address)

8. Provide professional accounting services

(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 NOT acceptable)

Name: Rebecca Toole

Office Address: 1819 Princess Court

Naples

(City)

. Florida 34110

(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:

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**A. DIRECTORS**

Chairman: None

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

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

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

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

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

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

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

**B. OFFICERS**

President: Wayne C. Smith

Address: 4 Fundy Road

Falmouth, Maine 04105

Vice President: N/A

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

Secretary: N/A

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

Treasurer: Wayne C. Smith

Address: 4 Fundy Road, Falmouth, Maine 04105

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

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

14. Wayne C. Smith, President  
(Typed or printed name and capacity of person signing application)

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TALLAHASSEE, FLORIDA

# State of Maine



## Department of the Secretary of State

*I, the Secretary of State of Maine, certify that according to the provisions of the Constitution and Laws of the State of Maine, the Department of the Secretary of State is the legal custodian of the Great Seal of the State of Maine which is hereunto affixed and of the records of organization, amendment and dissolution of corporations and annual reports filed by the same.*

*I further certify that SMITH & ASSOCIATES, CPAS, A PROFESSIONAL ASSOCIATION, formerly SMITH AND ASSOCIATES, CPAS, A PROFESSIONAL ASSOCIATION is a duly organized business corporation under the laws of the State of Maine and that the date of incorporation is March 30, 1998.*

*I further certify that said business corporation has filed annual records due to this Department, and that no action is now pending by or on behalf of the State of Maine to forfeit the charter and that according to the records in the Department of the Secretary of State, said corporation is a legally existing business corporation in good standing under the laws of the State of Maine at the present time.*

*In testimony whereof, I have caused the Great Seal of the State of Maine to be hereunto affixed  
Given under my hand at Augusta, Maine, this  
sixteenth day of September 2005.*



**MATTHEW DUNLAP**

*Secretary of State*