

F09000003270

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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PICK-UP

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MAIL

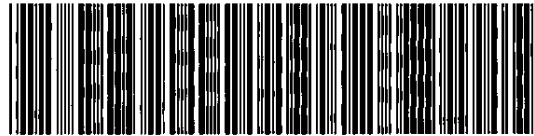
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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300156022843

08/14/09--01006--006 **2000.00

06/15/09--01037--011 **78.75

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2009 AUG 13 A 9 35 /

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1109-28044

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Merit Resources, 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:

Elisha Damon

Name of Person

Merit Resources, Inc

Firm/Company

4165 120th Street

Address

Des Moines, IA 50323

City/State and Zip code

elisha.damon@meritresources.com

E-mail address: (to be used for future annual report notification)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

For further information concerning this matter, please call:

Melissa Ness

at (515) 278-1931

Name of Person

Area Code & Daytime Telephone Number

STREET/COURIER ADDRESS:

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

MAILING ADDRESS:

New Filing 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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August 5, 2009

Florida Department of State
Attn: Ruby Dunlap
Divisions of Corporations
PO Box 6327 Tallahassee, Florida 32314

Re: Ref Number W09000028044

Dear Ms. Dunlap:

Thank you for your letter dated 7/1/09 regarding Merit Resources, Inc. I called your office on 7/15/09 to speak with you regarding the letter but you were not available. I was told to put our response to your letter in writing.

We inadvertently typed 1/1/91 as the first date we transacted business in Florida on the application but actual first pay date in Florida was 6/16/93.

Merit Resources only had approximately one employee in Florida from 1993 to 1997 that was a satellite employee for one of our clients. We were advised that we did not need to file for authorization to transact business as a foreign corporation because of the de minimis level of activity.

From 1998 to 2000, we had only approximately five employees and we were still under the understanding that we did not need to file for authority because of the small size of transactions.

In 2001, Merit Resources Inc purchased a corporation, LKI Group Inc which is domiciled in Florida and had authority to transact business in the state of Florida as it is domiciled there. LKI Group Inc became a wholly owned subsidiary of Merit Resources Inc at the time of purchase. We were told that Merit could have employees in the state because of the parent-child relationship between Merit Resources Inc and LKI Group Inc. In addition, a dba was filed and approved for LKI Group, Inc. to transact business as Merit Resources.

The combined entities of Merit Resources would like to do more expansion in your state. That is why we have applied for the authority to transact business as we intend to increase the revenue and accompanying taxes to be generated in Florida.

Account per RV



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While we dispute Merit Resources' liability for the fines imposed in your letter dated 7/1/09, in an effort to resolve this issue expeditiously, we would be willing to pay the State of Florida \$2,000 in exchange for a full waiver of any and all fines proposed, and authority for Merit Resources Inc to transact business in Florida. Within 10 days, please advise whether this proposed resolution is acceptable.

Sincerely,

Melissa Ness
Controller

Encl.



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August 12, 2009

Florida Department of State
Divisions of Corporations
Attn: Diane Cushing
P.O. Box 6327
Tallahassee, FL 32314

Dear Ms. Cushing,

Thank you for your call yesterday afternoon. I am pleased that we can amicably resolve our dispute. Per our conversation, enclosed please find a check in the amount of \$2,000 payable to the State of Florida which we are submitting in exchange for a full waiver of any and all fines proposed in your letter dated 7/1/09, and authority for Merit Resources, Inc. to transact business in Florida. At your earliest convenience, please provide us with a receipt which acknowledges our payment and memorializes the terms outlined above.

Thanks for your help. If you have any questions, please don't hesitate to call.

Sincerely,

Melissa Ness
Controller
(515) 334-6110



FLORIDA DEPARTMENT OF STATE
Division of Corporations

June 16, 2009

ELISHA DAMON
MERIT RESOURCES, INC.
4165 120TH STREET
DES MOINES, IA 50323

SUBJECT: MERIT RESOURCES, INC.
Ref. Number: W09000028044

We have received your document for MERIT RESOURCES, 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 \$20,646.25.

If you have any questions concerning the filing of your document, please call (850) 245-6879.

Ruby Dunlap
Regulatory Specialist II

Letter Number: 209A00020341



FLORIDA DEPARTMENT OF STATE
Division of Corporations

July 1, 2009

ELISHA DAMON 2ND MAILING
MERIT RESOURCES, INC.
4165 120TH STREET
DES MOINES, IA 50323

SUBJECT: MERIT RESOURCES, INC.
Ref. Number: W09000028044

We have received your document for MERIT RESOURCES, 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 \$20,646.25.

If you have any questions concerning the filing of your document, please call (850) 245-6879.

Ruby Dunlap
Regulatory Specialist II

Letter Number: 209A00020341

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

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

2. Iowa 3. 42-1368750
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 05/06/1991 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. 01/01/1991
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)
7. 4165 120th Street, Des Moines, IA 50323
(Principal office address)
4165 120th Street, Des Moines, IA 50323
(Current mailing address)
8. Professional employer organization
(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: C T 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.*
By: C T Corporation System Bernadette McNamara
Bernadette McNamara Assistant 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.

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

A. DIRECTORS

Chairman: Joseph Lane, Sr.

Address: 4165 120th Street
Des Moines, IA 50323

Vice Chairman: _____

Address: _____

Director: Robert Clancy

Address: 4165 120th Street
Des Moines, IA 50323

Director: Dennis Brown

Address: 4165 120th Street
Des Moines, IA 50323

B. OFFICERS

President: Joel Duncan

Address: 4165 120th Street
Des Moines, IA 50323

Vice President: Joseph Lane, Sr.

Address: 4165 120th Street
Des Moines, IA 50323

Secretary: Joseph Lane, Sr.

Address: 4165 120th Street, Des Moines, IA 50323

Treasurer: Pamela Clearwater

Address: 4165 120th Street, Des Moines, IA 50323

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

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

14. Pamela Clearwater Treasurer / CFO
(Typed or printed name and capacity of person signing application)

IOWA

SECRETARY OF STATE

Date: 6/8/2009

CERTIFICATE OF EXISTENCE

Name: MERIT RESOURCES, INC. (490 DP - 150333)

Date of Incorporation: 5/6/1991

Duration: PERPETUAL

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, MICHAEL A. MAURO, Secretary of State of the State of Iowa, custodian of the records of incorporations, certify that the corporation named on this certificate is in existence and was duly incorporated under the laws of Iowa, that all fees required by the Iowa Business Corporation Act have been paid by the corporation, that the most recent biennial corporate report required has been filed by the Secretary of State, and that articles of dissolution have not been filed.



Michael A. Mauro

MICHAEL A. MAURO SECRETARY OF STATE



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