

FD9000004234

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP     WAIT     MAIL

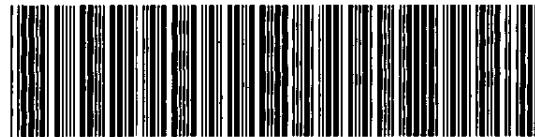
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



500162063155

10/26/09--01034--013    \*\*87.50

FILED  
09 OCT 26 PM 3:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
M25/10/27

## COVER LETTER

**TO:** New Filing Section  
Division of Corporations

**SUBJECT:** Ernie Green 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," or "Certificate of Good Standing" 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:

Darrel W Hollenbacher

Name of Person

Ernie Green Industries, Inc.

Firm/Company

3500 Pentagon Boulevard, Suite 400

Address

Beavercreek, Ohio 45431

City/State and Zip code

dhollenbacher@egreeninc.com

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

For further information concerning this matter, please call:

Darrel W Hollenbacher

Name of Person

at ( 937 ) 320-9690 Ext 202

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 Cop    \$87.50 Filing Fee, Certificate of Status & Certified Copy



Ernie Green Industries, Inc.  
3500 Pentagon Boulevard, Suite 400  
Beavercreek, Ohio 45431  
Fed Tax # 31-1009987

Florida Production Engineering, Inc.  
2 Tower Circle East  
Ormond Beach, Florida 32174  
Fed Tax # 59-2857432

October 23, 2009

Florida Department of State  
Division of Corporations.

Re: Additional information regarding application to transact business in Florida.

Ernie Green Industries, Inc. ("EGI"), an S Corporation, purchased Florida Production Engineering, Inc ("FPE"), in 1987. FPE is a qualified S Corporation subsidiary and as such is a disregarded entity for IRS purposes.

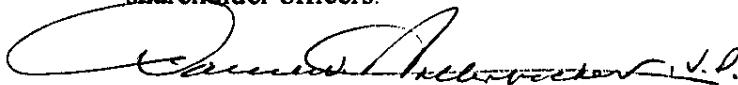
FPE has been licensed to do business in Florida since 1987. EGI is not licensed as all business is conducted through FPE.

In 2007 EGI started paying payroll to its shareholders who became Florida residents. Initially payroll was paid through FPE but recently payroll was paid through EGI.

When the payroll service reported unemployment earnings under EGI the payroll service was told that EGI was not licensed to do business in Florida. Since 2000 we have been operating under the understanding that "owning and controlling a subsidiary corporation incorporated in or transacting business within this state" did not constitute transacting business within the state of Florida.

After I called the state of Florida and talked with an agent he informed me that the law changed in 2007 and that paying payroll requires registration.

EGI does not conduct business in the state of Florida. It merely pays payroll to its shareholder officers.

  
Darrel W. Hollenbacher, Vice President – Finance and Treasurer.

09 OCT 26 PM 3:33  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## 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. Ernie Green Industries, Inc.

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

EGI

(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. 31-1009987

(FEI number, if applicable)

4. May 8, 1981

(Date of incorporation)

5. perpetual

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

6. Paid payroll to shareholders who became Florida residents in 2007. No other business.

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

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

7. C/o Florida Production Engineering, Inc., 2 Tower Circle East, Ormond Beach, FL 32174

(Principal office address)

3500 Pentagon Boulevard, Suite 400, Beavercreek, Ohio 45431

(Current mailing address)

8. Ernie Green Industries, Inc. owns 100% of Florida Production Engineering, Inc. All business

(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: Ernie Green

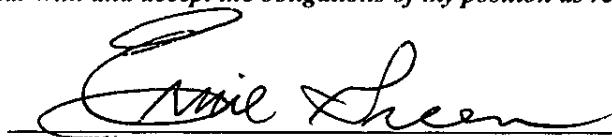
Office Address: 22 Magnolia Drive, North

Ormond Beach, Florida 32174  
(City) (Zip code)

09 OCT 26 PM 3:33  
RECEIVED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
FILED

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:

**A. DIRECTORS**

Chairman: Ernie Green

**FILED**

09 OCT 26 PM 3:33

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Address: 22 Magnolia Drive, North

Ormond Beach, Florida 32174

Vice Chairman: Samuel T. Morgan

Address: 4021 Gulf Shore Boulevard North, Apt 706

Naples, Florida 34103

Director: Della Green

Address: 22 Magnolia Drive, North

Ormond Beach, Florida 32174

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

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

**B. OFFICERS**

President: Ernie Green

Address: 22 Magnolia Drive, North

Ormond Beach, Florida 32174

Vice President: Samuel T. Morgan

Address: 4021 Gulf Shore Boulevard, Apt 706

Naples, Florida 34103

Secretary: Nicholas C. Hollenkamp

Address: Dinsmore & Shohl, One Dayton Centre, One South Main St, Suite 1300, Dayton, Ohio 45402

Treasurer: Darrel W Hollenkamp

Address: 3500 Pentagon Boulevard, Suite 400, Beavercreek, Ohio 45431

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

13. Darrel W Hollenkamp, V.P.

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

14. Darrel W Hollenkamp, Vice President - Finance and Treasurer

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

United States of America  
State of Ohio  
Office of the Secretary of State

FILED  
09 OCT 26 PM 3:33  
SHERIFF OF STATE  
TALLAHASSEE, FLORIDA

*I, Jennifer Brunner, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign business entities; that said records show ERNIE GREEN INDUSTRIES, INC., an Ohio corporation, Charter No. 574325, having its principal location in Dayton, County of Montgomery, was incorporated on May 08, 1981 and is currently in GOOD STANDING upon the records of this office.*



*Witness my hand and the seal of the  
Secretary of State at Columbus, Ohio  
this 23rd day of October, A.D. 2009*

A handwritten signature in black ink that reads "Jennifer Brunner".

Ohio Secretary of State