

F95000001190

TRANSMITTAL LETTER

TO: QUALIFICATION/REGISTRATION SECTION
DIVISION OF CORPORATIONS

RECEIVED
01/26/95
*****70,00 *****70,00

SUBJECT: THE WHALE'S TALE, INC.
(Name of corporation)

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:

Irene F. Sullivan
(Name of Person)

The Whale's Tale, Inc.
(Firm/Company)

109 Bayshore Rd #7
(Address)

Nokomis, FL 34275
(City, State and Zip Code)

Should you need to call someone concerning this matter, please call:

Irene F. Sullivan at (813) 488 - 9622
(Name of Person) Area Code & Daytime Telephone Number

COURIER ADDRESS:

Qualification/Registration Sec.
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Registration Sec.
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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55 MAR 13 PM 2:54
SECRET
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 26, 1995

IRENE F. SULLIVAN
THE WHALE'S TALE, INC.
109 BAYSHORE RD #7
NOKOMIS, FL 34275

SUBJECT: THE WHALE'S TALE, INC.
Ref. Number: W95000001900

We have received your document for THE WHALE'S TALE, INC. and your check(s) totalling \$70.00. 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 THE WHALE'S TALE, 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, 1989, as the initial date of transacting business in the State of Florida. Please contact this office concerning the date first transacted business in Florida.

Section 607.1502(4) or 617.1502(4), Florida Statutes, requires this office to collect a \$500 penalty fee 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 corporation qualified the year it began operations in this state. The amount due this office to cover both annual report and penalty fees is \$3896.25.

Enclosed please find a copy of section 607.1501 or 617.1501, Florida Statutes, which lists those activities that do not constitute transacting business or conducting affairs in this state. If after reviewing this section you determine erroneous information was inserted on the application, a sworn affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business or conducting its affairs in Florida prior to the year the application was submitted did not constitute transacting business or conducting affairs pursuant to section 607.1501 or 617.1501, Florida Statutes.

If you have any questions concerning the filing of your document, please call (904) 487-6095.

Jennifer Sindt
Document Examiner

Letter Number: 395A00003397

109 Bayshore Road #7
Nokomis, FL 34275
January 28, 1995

Ms. Jennifer Sindt
Document Examiner
Florida Div. of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Subject: THE WHALE'S TALE, INC.
Reference: W95000001900

The following is in reply to your letter of January 26, 1995,
L#395A00003397.

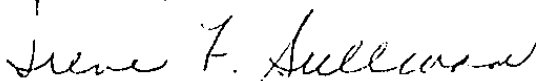
The Whale's Tale, Inc., has never had, and does not currently have, a place of business in Florida. Our entire business activity in Florida has been limited to demonstrating our products at two to three Boat Shows each year, i.e., The Miami Boat Show, The Fort Lauderdale Boat Show. These events run 4-5 days. Our inventory is trucked to the Show and afterwards is returned to our Massachusetts warehouse. We do not feel that a "foreign corporation" authority to do business as per Statue 607.1501 was necessary.

We are contemplating moving our assembly and warehousing operations to Florida, and for that reason we filed an "Application by Foreign Corporation for Authorization to Transact Business in Florida".

At this time we do not have a place of business in Florida and use our Florida home address for correspondence purposes.

We would like our "Application for Authority to Transact Business in Florida" approved, so that we may expand our business as mentioned above.

Sincerely,


Irene F. Sullivan
Treasurer



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

February 3, 1995

IRENE F. SULLIVAN
THE WHALE'S TALE, INC.
109 BAYSHORE RD #7
NOKOMIS, FL 34275

SUBJECT: THE WHALE'S TALE, INC.
Ref. Number: W95000001900

RECEIVED
FEB 13 1995
SECRETARY OF STATE

Thank you for your letter dated January 28, 1995, concerning the date first transacted business in Florida by THE WHALE'S TALE, INC.

In order for this office to process the qualification documents that were submitted by THE WHALE'S TALE, INC. for authority to transact business in Florida, please submit a sworn affidavit clarifying the date first transacted business in Florida by THE WHALE'S TALE, INC. as follows:

- 1.) That THE WHALE'S TALE, INC. submitted an "Application by Foreign Corporation for Authorization to Transact Business in Florida" during January 1995.
- 2.) That THE WHALE'S TALE, INC. has applied with Florida's revenue laws (Chapter 220, F.S. - corporation income tax) since 1989.
- 3.) THE WHALE'S TALE, INC. has reviewed s. 607.1501 F.S. authority of foreign corporation to transact business required.
- 4.) The previous activities conducted in Florida by THE WHALE'S TALE, INC. that warranted its compliance with chapter 220, F.S. - Florida corporation income tax, did not constitute the transaction of business within the meaning of s. 607.1501, F.S.

Any affidavit must be under oath and subscribed to by an officer of said corporation and will be included with your original qualification documents.

If you have any questions concerning the filing of your document, please call (904) 487-6095.

Jennifer Sindt
Document Examiner

Letter Number: 395A00004770



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 2, 1995

IRENE F. SULLIVAN
THE WHALE'S TALE, INC.
109 BAYSHORE RD #7
NOKOMIS, FL 34275

SUBJECT: THE WHALE'S TALE, INC.
Ref. Number: W95000001900

The letter you have submitted is sufficient except that it is not notarized (under oath). Please return the letter to my attention as soon as it is notarized so that I may proceed with the filing of your document.

If you have any questions concerning the filing of your document, please call (904) 487-6095.

Jennifer Sindi
Document Examiner

Letter Number: 295A00009403

109 Bayshore Road #2
Nokomis, FL 34275
February 27, 1995

Ms. Jennifer Sindt
Document Examiner
Florida Div. of Corporations
P.O. Box 6327
Tallahassee, FL 32314

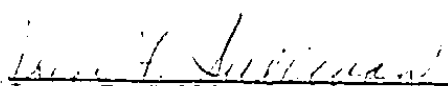
Ref. Number: W95000001900
Subject: The Whale's Tale, Inc.

This is in response to your Letter Number J95A00004770 dated February 3, 1995.

Please accept this as my sworn affidavit on behalf of The Whale's Tale, Inc.:

- 1) The Whale's Tale, Inc., has submitted an "Application by a Foreign Corporation for Authorization to Transact Business in Florida" in January 1995.
- 2) The Whale's Tale, Inc., has complied with Florida's revenue laws (Chapter 220, F.S.-corporation income tax) since 1989.
- 3) The Whale's Tale, Inc., has reviewed s.607.1501 F.S. authority of foreign corporation to transact business required.
- 4) The previous activities conducted in Florida by The Whale's Tale, Inc., that warranted its compliance with chapter 220 F.S.-Florida corporation income tax, did not constitute the trans-action of business within the meaning of s. 607.1501, F.S.

I declare that I have examined the above statements. and to the best of my knowledge and belief, they are true and correct.


Irene F. Sullivan, Treasurer
THE WHALE'S TALE, INC.

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE
STATE OF FLORIDA:

1. THE WHALE'S TALE, 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. Delaware
(State or country under the law of which it is incorporated)
3. 06-0871842
(FEI number, if applicable)
4. 12/78
(Date of Incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. 1994
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)
7. 109 Bayshore Road - Unit #7
Nokomis, FL 34275
(Current mailing address)
8. Retail & Wholesale Sales
(Purposes of corporation authorized in home state or country to be carried out in the state of Florida)
9. Name and street address of Florida registered agent:
Name: Irene F. Sullivan
Office Address: 109 Bayshore Road #7
Nokomis, Florida, 34275
(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.
Irene F. Sullivan
(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 addresses of officers and/or directors:

A. DIRECTORS

Chairman: Robert R. Sullivan
Address: 109 Bayshore Rd #7
Nokomis, FL 34275
Vice Chairman: _____
Address: _____
Director: Irene F. Sullivan
Address: 109 Bayshore Rd #7
Nokomis, FL 34275
Director: Robert R. Sullivan, Jr.
Address: 1211 Delpa Drive
Landenberg, PA 19350

B. OFFICERS

President: Robert R. Sullivan
Address: 109 Bayshore Rd #7
Nokomis, FL 34275
Vice President: Irene F. Sullivan
Address: 109 Bayshore Rd #7
Nokomis, FL 34275
Secretary: Robert R. Sullivan, Jr.
Address: 1211 Delpa Drive
Landenberg, PA 19350
Treasurer: Irene F. Sullivan
Address: 109 Bayshore Rd #7
Nokomis, FL 34275

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

13. Irene F. Sullivan
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Irene, F. Sullivan, Treasurer
(Typed or printed name and capacity of person signing application)

SECRET
DIVISION OF INVESTIGATION
U.S. DEPARTMENT OF JUSTICE
JAN 19 1964

State of Delaware
Office of the Secretary of State PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "THE WHALE'S TALE INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE NINETEENTH DAY OF JANUARY, A.D. 1995.

RECEIVED
JAN 19 1995
OFFICE OF THE SECRETARY OF STATE
DELAWARE



Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION

DATE

7378539

01-19-95

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THE WHALE'S TALE / HARWICH CLOCK

2010 White Feather Lane
~~109 Bayshore Road~~ • Nokomis, Florida 34275 • (813) 488-9622

November 1, 1995

F95000001190

Florida Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Gentlemen:

RE: Document #F95000001190

Please change our address in your records from 109 Bayshore Road, Nokomis, FL 34275, to 2010 White Feather Lane, Nokomis, Florida 34275. Our telephone number remains the same, except for the area code which is now 941.

Sincerely,

Irene F. Sullivan

Irene F. Sullivan
Treasurer

11-7-95

ymh