

F95000001199

TRANSMITTAL LETTER

TO: QUALIFICATION/TAX LIEN SECTION
DIVISION OF CORPORATIONS

DATE: 11/11/95

TIME: 4:12 PM

W95-3309

SUBJECT: Strachan & Henshaw, 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:

James H. Fallace
(Name of Person)
James H. Fallace, P.A.
(Firm/Company)
1900 South Hickory Street
(Address)
Melbourne, Florida 32901
(City, State and Zip Code)

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

James H. Fallace at (407) 722 - 3402
(Name of Person) Area Code & Daytime Telephone Number

SL

400001428524
11/11/95-400001428524

COURIER ADDRESS:
Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Qualification/Tax Lien Sec.
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 13, 1995

JAMES H. FALLACE, P.A.
1900 S. HICKORY ST.
MELBOURNE, FL 32901

SUBJECT: STRACHAN & HENSHAW, INC.
Ref. Number: W95000003309

We have received your document for STRACHAN & HENSHAW, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

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 \$700.00.

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) 487-6093.

Freta Lott
Corporate Specialist Supervisor

Letter Number: 595A00006321

JAMES H. FALLACE, P.A.
ATTORNEYS AT LAW

JAMES H. FALLACE
GUY N. KRAVITZ
TALLAHASSEE, FLORIDA 32314
TELEPHONE (904) 724-6002
FAX (904) 724-6002

1000 S. HICKORY ST.
TALLAHASSEE, FL 32301
TELEPHONE
(407) 722-3402
FACSIMILE
(407) 724-6002

March 10, 1995

Qualification/Tax Lien Sec.
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Strachan & Henshaw, Inc.
Reference No.: W95000003309
Our File No.: 94-10544

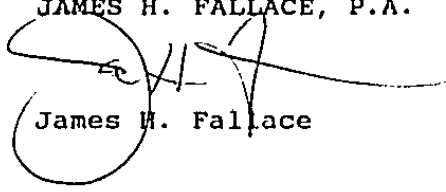
Dear Sirs:

Please find enclosed our Application for Authorization to do business in the State of Florida which is resubmitted in accordance with your enclosed letter of February 13, 1995. Please also find our check in the amount of \$700.00 in accordance with your letter. Please note that we have previously submitted \$70.00 with our application which you have retained.

Please provide us with a certificate for authorization to do business in the State of Florida. If you have any question, please do not hesitate to contact me.

Very truly yours,

JAMES H. FALLACE, P.A.



James H. Fallace

JHF/nja
Enclosures
cc: Strachan & Henshaw, 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. Strachan & Henshaw, 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. Virginia, U.S.A. 3. 54-1605530
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. November 15, 1991 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. October 3, '994
(Date first transaction business in Florida. (See sections 607.1501, 607.1502, and 617.155, F.S.)

7. 100 Rialto Place, Suite 212
Melbourne, Florida 32901
(Current mailing address)

8. Sales and contract management and all other lawful purposes
(Purpose(s) 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:

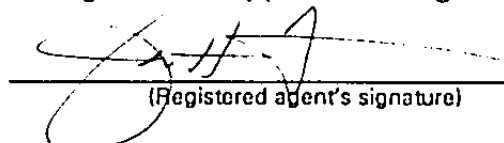
Name: James H. Fallace

Office Address: 1900 South Hickory Street

Melbourne, Florida, 32901
(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 addresses of officers and/or directors:

A. DIRECTORS

Chairman: K. E. Grove
Address: 52 Park Road
Thornbury, Bristol, Avon BS12 1HR, UK
Vice Chairman: J. G. Puhle
Address: 7A Venetian Way
Indian Harbour Beach, Florida 32937
Director: R. J. Ujhely
Address: 285 Canal Street
Salem, MA 01970
Director: W. Pentland
Address: 285 Canal Street
Salem, MA 01970

B. OFFICERS

President: K. E. Grove
Address: 52 Park Road
Thornbury, Bristol, Avon BS12 1HR, UK
Vice President: M. J. Miller
Address: 19 High View, Portishead,
Bristol BS20 8RE, UK
Secretary: J. G. Puhle
Address: 7A Venetian Way
Indian Harbour Beach, Florida 32937
Treasurer: M. W. Hardy
Address: Marsujesta, 11 Brookside Drive
Farnborough, NR BA5H, BA3 1 AX, UK

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

13. J. G. Puhle - Secretary
(Signature of Chairman, Vice Chairman, or any officer listed in Number 12 of the application)

14. John B. Puhle, Secretary
(Typed or printed name and capacity of person signing application)

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ADDENDUM TO APPLICATION BY FOREIGN CORPORATION
FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
LISTING ADDITIONAL OFFICERS AND/OR DIRECTORS

Engineering Manager: D. J. Richards
Address: 24 Wirowoods Crescent
Tutahill
Chapaton, 9 Went
UK

Finance Manager: A. J. Barnes
Address: 19 Northfield Road
Portishoad
Bristol, B520 8LE, UK

Deputy Finance Manager: R. M. Livingstone
Address: Esperanza
The Street
Aust, Avon, B512 3AX, UK

Financial Accountant: C.G. Pardington
Address: Prory Lane
Westbury On Trym
Bristol, Avon, B59 ADA, UK

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Commonwealth of Virginia



State Corporation Commission

I Certify the Following from the Records of the Commission:

STRACHAN & HENSHAW, INC. is a corporation existing under and by virtue of the laws of Virginia, and is in good standing.

The date of incorporation is November 15, 1991.

Nothing more is hereby certified.

FILED
OFFICE OF THE
CLERK OF THE
STATE CORPORATION
COMMISSIONS
JAN 30 1995



Signed and Sealed at Richmond
on this Date: January 30, 1995

William J. Bridge

William J. Bridge, Clerk of the Commission