

APA

Pathfinders for
an Automated World

F95000001201

January 31, 1995

Florida Department of State
Qualification/Registration Section
Divisions of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RECEIVED
02/07/95 10:02 AM
*****20.00 *****20.00

Subj: Application by Foreign Corporation for
Authorization to Transact Business in Florida

Ref: Florida Department of State Letter dtd 1/12/95 to
APA, Inc., Same Subject

Dear Sir or Madam:

APA, Inc. is a small business that operates as a subcontractor to prime contractors who do business with the Federal government. Our annual revenues are in the \$1.6 to \$2.0 million range, depending on how good a year we have. While we are a small company, we have always taken pride in being a well-managed company, and thus we are chagrined at having been unaware of the requirement to obtain authorization to do business as a foreign corporation in Florida. As the first step in rectifying this situation, we are hereby filing the subject application in response to the referenced letter.

As a result of a Department of Defense contract, under which we serve as a subcontractor, we began doing business in Florida in January of 1990. All of our work is performed at McDill Air Force Base in support of the United States Central Command. The fiscal year revenues we have earned in Florida since we began operations there are as follows:

o	01/01/90 thru 09/30/90	\$ 63,652
o	10/01/90 thru 09/30/91	111,477
o	10/01/91 thru 09/30/92	135,037
o	10/01/92 thru 09/30/93	126,316
o	10/01/93 thru 09/30/94	97,336
	Total	\$ 533,818

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The above figures are from our Florida corporate income tax returns for the fiscal years indicated. In addition to filing income tax returns, we have filed intangible personal property tax returns, and we have always paid Florida unemployment taxes and workers compensation insurance premiums in a timely manner.

We recognize that we may owe fees for past years during which we operated in Florida, and that we may be required to file information concerning our operations during those years. We also understand that a determination will be made concerning the amount of financial penalty that we will be required to pay for our oversight in not filing for authorization to conduct business as a foreign corporation in Florida. We hope that your office will take into account that we have always complied with Florida laws as we understood them, and that have tried to be a good corporate citizen.

Sincerely,

Stephen A. Williams

Stephen A. Williams
Chief Operating Officer



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 9, 1995

STEPHEN A. WILLIAMS
APA, INC.
103 W. BROAD ST, SUITE 600
FALLS CHURCH, VA 22046

SUBJECT: APA, INC.
Ref. Number: W95000002966

We have received your document for APA, INC. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

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 \$3361.25.

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) 487-6092.

Hart Collins
Senior Corporate Section Administrator

Letter Number: 795A00005688

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. APA 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. VERMONT 3. 54-1059055
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 10/25/77 5. PERPETUAL
(Date of Incorporation) (Duration: Year corp. will cease to exist or perpetual)
6. 1/90
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))
7. 103 WEST BROAD STREET, SUITE 600
FALLS CHURCH, VA 22046
(Current mailing address)
8. MANAGEMENT CONSULTING, COMPUTER SYSTEMS CONSULTING, ANY/ALL 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: CT CORPORATION SYSTEM
Office Address: 1200 SOUTH PINE ISLAND ROAD
PLANTATION, Florida, 33324
(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.

[Signature]
(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: PATRICK PIERSON

Address: 6329 APPLEGARTH COURT
ALEXANDRIA, VA 22312

Vice Chairman: N/A

Address: _____

Director: N/A

Address: _____

Director: N/A

Address: _____

B. OFFICERS

President: PATRICK PIERSON

Address: 6329 APPLEGARTH COURT
ALEXANDRIA, VA 22312

VICE PRESIDENT:

HOLBROOK E. MCCURRY
3400 SHERMAN COURT
FALLS CHURCH, VA 22012

Vice President: STEPHEN A. WELLS

Address: 9005 GOSHEN VALLEY DRIVE
CATHERSBURG, MD 20832

Secretary: MARGARET E. HAMILTON

Address: 6329 APPLEGARTH COURT
ALEXANDRIA, VA 22312

Treasurer: N/A

Address: _____

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

13.

Stephen A. Wells
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14.

STEPHEN A. WELLS VICE PRESIDENT
(Typed or printed name and capacity of person signing application)

Commonwealth of Virginia



State Corporation Commission

I Certify the Following from the Records of the Commission:

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

The date of incorporation is October 25, 1977.

Nothing more is hereby certified.

SECRETARY OF STATE
DIVISION OF CORPORATIONS
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Signed and Sealed at Richmond
on this Date: January 24, 1995

William J. Bridge
William J. Bridge, Clerk of the Commission