

# F95000002343

## TRANSMITTAL LETTER

**TO: QUALIFICATION/TAX LIEN SECTION  
DIVISION OF CORPORATIONS**

200001443582  
-03/30/95--01022--006  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

**SUBJECT:** Anchor Investment Management Corporation  
(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:

Christopher Y. Williams  
(Name of Person)  
Anchor Investment Management Corp.  
(Firm/Company)  
7022 Bennington Woods Drive  
(Address)  
Pittsburgh, PA 15237  
(City, State and Zip Code)

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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Hk 5/12

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

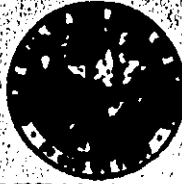
Chris Williams at ( 412 ) 635 7610  
(Name of Person) Area Code & Daytime Telephone Number

**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

**March 31, 1995**

**CHRISTOPHER Y. WILLIAMS  
ANCHOR INVESTMENT MANAGEMENT CORP.  
7022 BENNINGTON WOODS DR.  
PITTSBURG, PA 15237**

**SUBJECT: ANCHOR INVESTMENT MANAGEMENT CORPORATION  
Ref. Number: W95000007069**

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

**The date first transacted business in Florida within the meaning of s. 607.1501, F.S., must be set forth in section 6 of the application. If the corporation has not yet transacted business in Florida within this meaning, please insert the words "upon qualification" in lieu of a date. (Note: Pursuant to s. 607.1502(4), F.S., this office is required to collect the minimum civil penalty of \$500 for each year other than the application filing year, that a foreign corporation transacts business in this state without authority along with the past annual report fees due this office.)**

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

**Jennifer Sindt  
Document Examiner**

**Letter Number: 995A00014722**

**YUKEVICH, BLUME & ZANGRELLI**

**ATTORNEYS AT LAW**

**ONE GATEWAY CENTER, SIXTH FLOOR  
PITTSBURGH, PENNSYLVANIA 15222**

**Writer's Direct Dial  
(412) 261-6779**

**TELEPHONE 412/261-6777  
TELECOPIER 412/261-6780**

**April 11, 1995**

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

**RE: Anchor Investment Management Corp.  
Your Reference No.: W95000007069**

**Dear Sir or Madam:**

This firm represents Anchor Investment Management Corporation (the "Corporation"), an Illinois corporation which recently submitted an application to your Department to conduct business as a foreign corporation in Florida. The Corporation's sole activity in the State of Florida has been the ownership of a small condominium within the State and the periodic renting of such real property.

In accordance with the requirements of Section 607.1503 and Section 607.0505 of Florida Statutes, the Corporation submitted the enclosed application for authorization to transact business in Florida. This application was not accepted for filing because it failed to include on line 6 thereof the date the Corporation first transacted business in Florida. The notice from your office also indicated that, pursuant to Section 607.1502(4) of the Florida Statutes, your office is required to collect a minimum civil penalty of \$500.00 for each year other than the application filing year that the Corporation transacted business in the State of Florida before applying for the authority to do so.

The Corporation is providing your office with the information required on line 6. The purpose of this letter, however, is to advise you that as legal counsel to the Corporation, we do not believe the Corporation is obligated to pay the penalty indicated by your office. We direct your attention to Section

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607.0505 of Florida Statutes, which provides in relevant part as follows:

Each corporation, foreign corporation, or alien business organization that... transacts business in this state shall have to continuously maintain in this State a registered office and a registered agent and file with the Department of State notice of the registered office and registered agent as provided in Sections 607.0501 and 607.0502.

Each such corporation, foreign corporation, or alien business organization which fails to have a continuously maintained and registered office and registered agent as required in this Section will be liable to this State for \$500.00 for each year, or part of year, during which the corporation, foreign corporation, or alien business organization fails to comply with these requirements; but such liability will be forgiven in full upon the compliance by the corporation, foreign corporation or alien business organization with the requirements of this subsection, even if such compliance occurs after an action to collect such liability is instituted.

A complete copy of this Statute is enclosed for your reference. Based on this provision of Florida law, we believe that any liability the Corporation may have by virtue of not having previously filed for authority to do business must be forgiven in full upon its filing of the enclosed application.

If the Florida Department of State's current policy is not to comply with the above Statute, or if the Department's legal counsel has a different interpretation of this Statute, we hereby request that such counsel contact the undersigned to discuss this matter before the imposition of any penalties against our client.

The Corporation is, of course, intent on complying with the requirements of Florida law with respect to this matter. Accordingly, we will appreciate your attention to the issues outlined above and look forward to resolving this matter promptly.

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Thank you for your assistance.

Very truly yours,



Peter K. Blume

PKB/klb  
cc: Mr. Christopher Williams



April 19, 1995

Peter K. Blume, Esquire  
Yukevich, Blume & Zangrilli  
One Gateway Center, Sixth Floor  
Pittsburgh, PA 15222

RE: **Anchor Investment Management Corporation #W95000007069**

Dear Mr. Blume:

Thank you for your letter dated April 11, 1995, concerning the "Application by Foreign Corporation for Authorization to Transact Business in Florida", submitted by Anchor Investment Management Corporation.

I am aware of the provisions of s. 607.0505, F.S., as this office is responsible for administering chapter 607, F.S. "Florida Business Corporation Act". The issue is not whether Anchor Investment Management Corporation failed to designate and maintain a registered agent and registered office in accordance with s. 607.0505, F.S., which requires each domestic corporation, foreign corporation, or alien business organization that owns real property in this state or transacts business in this state to continually maintain a registered agent and registered office, rather it is the failure of Anchor Investment Management Corporation to obtain a certificate of authority to transact business in Florida as required by s. 607.1501, F.S.. Please note that if Anchor Investment Management Corporation had properly applied for a certificate of authority to transact business in Florida, it would have been in compliance with s. 607.0505, F.S. (see s. 607.1503(1)(e), F.S., application for certificate of authority).

Section 607.1502(4), F.S., states the following regarding the consequences of a foreign corporation transacting business without authority and the collection of civil penalties and annual report fees due this office:

A foreign corporation which transacts business in this state without authority to do so shall be liable to this state for the years or parts thereof during which it transacted business in this state without authority in an amount equal to all fees and taxes which would have been imposed by this act upon such corporation had it duly applied for and received authority to transact business in this state as required by this act. In addition to the payments thus prescribed, such corporation shall be liable for a civil penalty of not less than \$500 or more than \$1000 for each year or part thereof during which it transacts business in this state without a certificate of authority. The Department of State may collect all penalties due under this subsection and may bring an action in circuit court to recover all penalties and fees due and owing the state.

Peter E. Blume, Esquire  
April 19, 1995  
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This letter shall be considered notice to Anchor Investment Management Corporation, a corporation organized under the laws of Massachusetts, that it has transacted business in this state in violation of Florida law since April of 1991 as stated on its qualification documents, and that the following minimum civil penalties and annual report fees are now due this office as follows:

1991 - \$500 civil penalty	+	(no annual report fee)
1992 - \$500 civil penalty	+	\$200 annual report fee
1993 - \$500 civil penalty	+	\$200 annual report fee
1994 - \$500 civil penalty	+	\$200 annual report fee
1995 - (no civil penalty)	+	\$200 annual report fee

**TOTAL: \$2800.00**

This office respectfully requests that the above referenced fees be remitted to this office within thirty (30) days from the date of this letter so it may then grant Anchor Investment Management Corporation a certificate of authority to lawfully transact business in Florida.

If you have any questions regarding this matter, please do not hesitate to contact me by writing the Foreign Qualification/Tax Lien Section, P.O. Box 6327, Tallahassee, Florida 32314, or calling (904) 487-6943.

Sincerely,

Hart Collins, Senior Corporate Administrator  
Division of Corporations

Enclosures: sections 607.1501 through 607.1532, Florida Statutes

**YUKEVICH, BLUME & ZANGRILLI**

**ATTORNEYS AT LAW**

**ONE GATEWAY CENTER, SIXTH FLOOR  
PITTSBURGH, PENNSYLVANIA 15222**

**Writer's Direct Dial  
(412) 261-6779**

**TELEPHONE 412/261-6777  
TELECOPIER 412/261-6789**

**May 9, 1995**

**Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314  
ATTENTION: Mr. Hart Collins**

**FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 MAY 12 PM 1:24**

**RE: Anchor Investment Management Corporation**

**Dear Mr. Collins:**

I am writing with regard to my client, Anchor Investment Management Corporation ("Anchor"), and its recent application submitted to your office for a Certificate of Authority to Transact Business in Florida as required by Section 607.1501 of the Florida statutes.

Anchor's application erroneously indicates that the Corporation had begun transacting business in Florida in 1991. In fact, after reviewing s.607.1501 of the Florida statutes and related authorities, it has been determined that Anchor's previous activities in Florida since 1991 did not constitute doing business in the State.

I have independently reviewed the nature and extent of the Corporation's activities in Florida. Based on my review, I hereby certify that no activities relating to the Corporation's business purpose, or otherwise relating to any profit-making enterprise, have taken place within the State of Florida to date within the meaning of s.607.1501 of the Florida statutes.

Accordingly, please be advised that the Corporation's "Application for Authorization to Transact Business in Florida" is incorrect insofar as it indicates that the Corporation has done business in the State of Florida since 1991. Rather, the Corporation's Application should be deemed to indicate the



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commencement of business in Florida as of the date of its Application for a Certificate of Authority.

I thank you for your kind attention to this matter. Please do not hesitate to contact me if you have any questions concerning the above or otherwise regarding the Corporation's application to obtain a Certificate of Authority to Transact Business in Florida.

Very truly yours,



Peter K. Blume

PKB/klb  
cc: Mr. Christopher Williams

**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. Anchor Investment Management Corporation  
(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. Massachusetts 3. 04-2230835  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. November 6, 1957 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. April 1991  
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.155, F.S.))
7. 7022 Bennington Woods Drive  
Pittsburgh, PA 15237  
(Current mailing address)
8. Property Rental  
(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)

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DIVISION OF CORPORATIONS  
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**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.*

Lisa K. Pastor  
(Registered agent's signature)

Lisa K. Pastor, Asst. Secretary

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: Luc E. Meeschaert  
Address: 7022 Bennington Woods Drive  
Pittsburgh, Pa 15237

Vice Chairman: \_\_\_\_\_  
Address: \_\_\_\_\_

Director: Luc E. Meeschaert  
Address: same as above

Director: David Y. Williams  
Address: 7022 Bennington Woods Drive  
Pittsburgh, PA 15237

**B. OFFICERS**

President: David Y. Williams  
Address: same as above

Vice President: Paul L. Jaspard  
Address: 7022 Bennington Woods Drive  
Pittsburgh, PA 15237

V.P. / Secretary: Christopher Y. Williams  
Address: 7022 Bennington Woods Drive  
Pittsburgh, PA 15237

V.P. / Treasurer: Joseph C. Williams  
Address: 7022 Bennington Woods Drive  
Pittsburgh, PA 15237

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

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

14. Christopher Y. Williams, Secretary  
(Typed or printed name and capacity of person signing application)



William Francis Galvin  
Secretary of the  
Commonwealth

# *The Commonwealth of Massachusetts*

*Secretary of the Commonwealth*

*State House, Boston, Massachusetts 02188*

March 13, 1995

TO WHOM IT MAY CONCERN:

I hereby certify that according to records in this office Boston Security Counsellors, Inc. was incorporated under the General Laws of this Commonwealth on November 6, 1957.

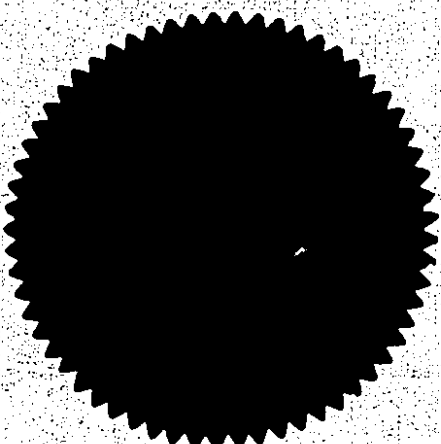
I further certify that by Articles of Amendment filed here on February 22, 1982 the name of said corporation was changed to Planned Investment Management Corp.

I also certify that by Articles of Amendment filed here on February 16, 1984 the name of said corporation was changed to Meeshaert Investment Management Corporation.

I further certify that by Articles of Amendment filed here on September 11, 1990 the name of said corporation was changed to Anchor Investment Management Corporation.

I also certify that above said corporation as far as appears of record here still has a legal existence.

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In testimony of which,

I have hereunto affixed the

Great Seal of the Commonwealth

on the date first above written.

*William Francis Galvin*

Secretary of the Commonwealth