F950000002375

OFFICE USE ONLY (Document #)

Larry D. Simpson
(Requestor's Name)
1102 N. Gadsden St.
(Address)
Tallahassee FL 32303
(City, State, Zip) (Phone #)

900001407359
-02/16/95--01001--001
*****78.75 *****78.75

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known): W95-3551

1. G.C. Zamos + Co., Inc (MD.)
(Corporation Name) (Document #)
2. (Corporation Name) (Document #)
3. (Corporation Name) (Document #)
4. (Corporation Name) (Document #)

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	NEW FILINGS
	Profit
	NonProfit
	Limited Liability
	Domestication
	Other

	AMENDMENTS
	Amendment
	Resignation of R.A., Officer/Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

	OTHER FILINGS
	Annual Report
	Fictitious Name
	Name Reservation

	REGISTRATION/ QUALIFICATION
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

Examiner's Initials	

CR2E031(9/92)

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 15, 1995

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LARRY D. SIMPSON
1102 N. GADSDEN ST.
TALLAHASSEE, FL 32303

SUBJECT: G.C. ZARNAS & CO., INC. (MD.)
Ref. Number: W95000003551

We have received your document for G.C. ZARNAS & CO., INC. (MD.) and your check(s) totaling $78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Based upon information provided by the Florida Department of Revenue, pursuant to section 213.053(14), Florida Statutes, it appears that G.C. ZARNAS & CO., INC. (MD.) has transacted business in Florida prior to submitting an "Application for Authority to Transact Business in 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 $2100.00.

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) 487-6097.

Michael Mays
Corporate Specialist

Letter Number: 895A00006913

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 27, 1995

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAY 15 PM 3:43

LARRY D. SIMPSON
1102 N. GADSDEN ST.
TALLAHASSEE, FL 32303

SUBJECT: G.C. ZARNAS & CO., INC. (MD.)
Ref. Number: W95000003551

We have received your document for G.C. ZARNAS & CO., INC. (MD.) and your check(s) totaling $78.75. However, the document has not been filed and is being retained in this office for the following:

As we discussed today, the affidavit submitted by G.C. ZARNAS & CO., INC. in relation to its prior activities in Florida that warranted its compliance with Florida's revenue laws does constitute the "transaction of business" within the meaning of s.607.1501(2)(j), F.S.-conducting an isolated transaction that is completed within 30 days and that is not one in the course of repeated transactions of a like nature.

Accordingly, G.C. ZARNAS's affidavit clearly sets forth that it has indeed transacted business in Florida for the years (or parts thereof) 1993 and 1994 without authority in violation of law. Therefore, pursuant to s.607.1502(4), F.S., this office is required to collect the minimum civil penalty of $500 for each of those years (or parts thereof) along with the annual report fees due this office for 1994 and 1995 ($200 each). Please advise G.C. ZARNAS & CO., INC. to remit $1400 based upon the information set forth in its sworn affidavit for transacting business in Florida without authority so that this office may then issue it a certificate of authority to lawfully transact business in Florida.

If you have any questions concerning the filing of your document, please call (904) 487-6092.

Hart Collins
Senior Corporate Section Administrator

Letter Number: 495A00013784

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AFFIDAVIT

NOW COMES, the Affiant, GUST C. ZARNAS, and swears as follows:

1. My name is GUST C. ZARNAS, and I am a resident of Bethlehem, Pennsylvania.

2. I am President of G. C. Zarnas and Co., Inc. (MD) (hereinafter referred to as "Corporation").

3. On or about February 14, 1995, Corporation submitted an Application by Foreign Corporation for Authorization to Transact Business in Florida (hereinafter referred to as the "Application") to the Division of Corporations, Florida Department of State.

4. This Affidavit is being submitted in support of said Application and in response to correspondence received from Michael Mays, Corporate Specialist, Division of Corporations, Florida Department of State, dated February 15, 1995, a copy of which is attached hereto as Exhibit "A".

5. Said letter states that according to information provided by the Florida Department of Revenue, it appeared that the Corporation had transacted business in Florida prior to submission of said Application.

6. Said letter contends that the total amount due is $2,100.00, which according to a telephone call between our counsel and Mr. Mays is broken down as follows:

Penalty 1992	$ 500.00
Annual Report Fee 1992	$ 200.00
Penalty 1993	$ 500.00
Annual Report Fee 1993	$ 200.00
Penalty 1994	$ 500.00
Annual Report Fee 1994	$ 200.00
Total	$2,100.00

7. To date, the only activities that have been conducted by Corporation in the State of Florida are the following:

(a) During the months of April 1993, and May 1993, Corporation performed a sandblasting and painting project as a subcontractor in the State of Florida. It was originally anticipated that the entire job would be completed within four (4) weeks; however, due to delays not caused by the Corporation, this entire job took approximately six (6) weeks to complete. Prior to this job, no work had been performed by the Corporation in the State of Florida. Additionally, no work was scheduled or anticipated in the State of Florida in the future. The income from said job was appropriately reported to the State of Florida by filing a Florida Corporate Income Tax Return (Form F-1120). Said filing was for the tax period beginning May 1, 1992 and ending April 30, 1993, since this is the fiscal year of the Corporation.

(b) During the months of November 1993 and March 1994, the Corporation was contracted as a subcontractor to perform general painting work in the State of Florida. Because of inclement weather, there were numerous scheduling delays which resulted in the work taking longer than anticipated. The work performed during this period was unrelated to the work referenced in the above paragraph 7(a). Again, it was not anticipated that any additional work would be performed subsequently in the State of Florida. The income from said job was reported to the State of Florida by filing a Florida Corporate Income Tax Return (Form F-1120) for the tax period beginning May 1, 1993 and ending April 30, 1994, since this is the fiscal year of the Corporation.

8. During the month of January, 1995, a decision was made by the officers of the Corporation to seek additional jobs in the State of Florida and based on this decision, the

officers of the Corporation took the necessary steps to submit the Application referenced in paragraph 4 above.

9. Currently, the Corporation is not performing any work in the State of Florida and has not conducted any activities other than those referenced in paragraphs 7(a) and (b) above.

10. It is the position of the undersigned that the above activities performed by the Corporation in the State of Florida were isolated transactions. These were separate and distinct projects that were contracted with separate parties and were not continuing in nature.

11. It is the position of the undersigned that the activities of the Corporation as referenced in paragraphs 7(a) and (b) above did not rise to the level that would require the Corporation to apply for authority of a foreign corporation to transact business in Florida.

G. C. ZARNAS AND CO., INC. (MD)

BY Gust C. Zarnas
Gust C. Zarnas, President

Notarial Seal
Susan I. Moyer, Notary Public
Bethlehem, Northampton County
My Commission Expires March 17, 1997

Sworn to and subscribed before me

this 14 day of March, 1995.

Susan I Moyer
NOTARY PUBLIC

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DIVISION OF CORPORATIONS
95 MAY 15 PM 3:43

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. G. C. Zarnas & Co., Inc. (MD)
(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. Maryland
(State or country under the law of which it is incorporated)

3. 52-0889432
(FEI number, if applicable)

4. 3/26/69
(Date of Incorporation)

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

6. UPON QUALIFICATION
(Date first transacted business in Florida. *(See sections 607.1501, 607.1502, and 817.155, F.S.)*

7. 850 Jennings Street
Bethlehem, PA 18017
(Current mailing address)

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8. Painting contractor
(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: Larry D. Simpson

Office Address: 1102 N. Gadsden St.

Tallahassee, Florida, 32303
(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: Gust C. Zarnas

Address: 850 Jennings Street

Bethlehem, PA 18017

Vice Chairman: Stephen C. Zarnas

Address: 850 Jennings Street

Bethlehem, PA 18017

Director: Grace Zarnas

Address: 850 Jennings Street

Bethlehem, PA 18017

Director:

Address:

B. OFFICERS

President: Gust C. Zarnas

Address: 850 Jennings Street

Bethlehem, PA 18017

Vice President: Stephen C. Zarnas

Address: 850 Jennings Street

Bethlehem, PA 18017

Secretary: Grace Zarnas

Address: 850 Jennings Street

Bethlehem, PA 18017

Treasurer: Gust C. Zarnas

Address: 850 Jennings Street

Bethlehem, PA 18017

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

13. Gust C. Zarnas

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

14. Gust C. Zarnas, President

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

APPLICATION FOR FOREIGN CORPORATION
FOR AUTHORIZATION TO TRANSACT BUSINESS
IN FLORIDA
G.C. ZARNAS & CO., INC. (MD)

#12B. (continued)

Assistant Vice President:	George Z. Glaros 850 Jennings Street Bethlehem, PA 18017
Assistant Secretary:	Stephen C. Zarnas 850 Jennings Street Bethlehem, PA 18017

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DIVISION OF CORPORATIONS
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STATE OF MARYLAND

341729

DEPARTMENT OF ASSESSMENTS AND TAXATION

301 West Preston Street. Baltimore, Maryland 21201

I, JACQUELINE C JAMES OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF THE STATE OF MARYLAND, DO HEREBY CERTIFY THAT SAID DEPARTMENT, BY THE LAWS OF SAID STATE, IS THE CUSTODIAN OF THE RECORDS OF THIS STATE RELATING TO THE FORFEITURE OR SUSPENSION OF CORPORATE CHARTERS, OR OF CORPORATIONS TO TRANSACT BUSINESS IN THIS STATE; AND I AM THE PROPER OFFICER TO EXECUTE THIS CERTIFICATE.

I FURTHER CERTIFY THAT G. C. ZARNAS & CO., INC. (MD.) IS A CORPORATION DULY INCORPORATED AND EXISTING UNDER AND BY VIRTUE OF THE LAWS OF MARYLAND AND SAID CORPORATION HAS FILED ALL ANNUAL REPORTS REQUIRED, HAS NO OUTSTANDING LATE FILING PENALTIES ON THOSE REPORTS, AND HAS A RESIDENT AGENT. THEREFORE, THE CORPORATION IS AT THE TIME OF THIS CERTIFICATE IN GOOD STANDING WITH THIS DEPARTMENT AND DULY AUTHORIZED TO EXERCISE ALL THE POWERS RECITED IN ITS CHARTER OR CERTIFICATE OF INCORPORATION, AND TO TRANSACT BUSINESS IN THE STATE OF MARYLAND.

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DIVISION OF CORPORATIONS
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IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND AFFIXED THE SEAL OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND AT BALTIMORE THIS 3RD DAY OF FEBRUARY, 1995.

SCUTO BONAE VOLUNTATIS TUAE CORONASTI NOS 1632

Jacqueline C. James

JACQUELINE C JAMES
OFFICE SUPERVISOR I

ATS-031

F95000002375

Edwin J. Blanton
Requestor's Name

825 Thomasville Rd.
Address

Tallahassee, Fl. 224-1020
City/State/Zip Phone #

000001852500
-06/05/96--01101--007
*****35.00 *****35.00

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. G.C. Zarnas & Co., Inc. (MD) (Corporation Name) F95000002375 (Document #)
2. (Corporation Name) (Document #)
3. (Corporation Name) (Document #)
4. (Corporation Name) (Document #)

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TALLAHASSEE, FLORIDA

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	NEW FILINGS
	Profit
	NonProfit
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	Other

	AMENDMENTS
	Amendment
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	OTHER FILINGS
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	Fictitious Name
	Name Reservation

	REGISTRATION/ QUALIFICATION
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

CR2E031(1/95)

Examiner's Initials	

Florida Department of State, Jim Smith, Secretary of State

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of MARYLAND *submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.*

1a. The name of the corporation is: G. C. ZARNAS & CO., INC. (MD)

1b. The mailing address of the corporation is : 850 JENNINGS STREET
BETHLEHEM, PA 18017

1c. Date of incorporation: 5-15-95 Document number: F95000002375

2. The name and address of the current registered agent and office:

LARRY D. SIMPSON, ESQ.
1102 N. GADSDEN STREET
TALLAHASSEE, FL 32303

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TALLAHASSEE, FLORIDA

3. The name and address of the new registered agent and office:(P.O. Box Not Acceptable)

EDWIN F. BLANTON, ESQ.
825 THOMASVILLE ROAD
TALLAHASSEE, FL 32303

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

Gust C. Zarnas 5-16-96
(Signature of an officer, chairman or vice chairman of the board) (Date)

Gust C Zarnas - President
(Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, 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 obligation of my position as registered agent.

(Signature of Registered Agent) June 3, '96
(Date)

CR2E045(7/93) Division of Corporations, P.O. Box 6327, Tallahassee, FL 32314

FILING FEE: $35.00