

F95000003188

TRANSMITTAL LETTER

TO: QUALIFICATION/REGISTRATION SECTION
DIVISION OF CORPORATIONS

600000895886
-03/15/94--01135--001
*****70.75 *****70.75

400001531304
-07/06/95--01062--021
*****500.00 *****500.00

SUBJECT: Arlington Beaches Water Treatment Systems, Ltd.
(Name of corporation)

Dear Sir or Madam:

400001531304
-07/06/95--01062--022
*****521.25 *****521.25

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:

c/o Ken Wilkinson
(Name of Person)

A-B Water Treatment Systems, Ltd.
(Firm/Company)

2033 Saye Dr.
(Address)

Jacksonville, FL 32225
(City, State and Zip Code)

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

Ken Wilkinson at (904) 642-6426
(Name of Person) Area Code & Daytime Telephone Number

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUN 30 PM 3:42

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



FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State

March 16, 1994

C/O KEN WILKINSON
A-B WATER TREATMENT SYSTEMS, LTD
2033 SAYE DR.
JACKSONVILLE, FL 32225

SUBJECT: ARLINGTON BEACHES WATER TREATMENT SYSTEMS, LTD.
Ref. Number: W94000005944

We have received your document for ARLINGTON BEACHES WATER TREATMENT SYSTEMS, LTD. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s).

The use of LIMITED or LTD. is not sufficient as a corporate suffix. The name must include a word such as INCORPORATED, INC., CORPORATION, CORP., COMPANY, or CO.

Section 607.1502(4), Florida Statutes, requires this office to collect a \$500 penalty fee for each year this entity transacted business in Florida prior to qualification and the appropriate charter tax and annual report fees that would have been due this office had the corporation qualified the year it began operations in this state. Please complete the enclosed form INHSE37 and contact this office for the charter tax due. The amount entitled this office in annual report fees and penalty fees is \$5821.25.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6093.

Freta Lott
Corporate Specialist Supervisor

Letter Number: 294A00011857



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

May 9, 1994

Ken Wilkerson
Arlington Beaches Water Treatment Systems, Ltd.
2033 Saye Dr.
Jacksonville, FL 32226

RE: Arlington Beaches Water Treatment Systems, Ltd.
Ref. Number: W94000005944

Dear Mr. Wilkinson:

Thank you for your letter dated April 25, 1994, concerning the "Application by Foreign Corporation for Authorization to Transact Business in Florida", for Arlington Beaches Water Treatment Systems, Ltd..

Please be aware that this office administers the "Florida Business Corporation Act", Chapter 607, Florida Statutes, which governs domestic and foreign corporations in Florida. The above referenced application that was submitted to this office by Arlington Beaches Water Treatment Systems, Ltd., states April 1, 1984, as the date first transacted business in Florida. Section 607.1501(1), F.S., authority of foreign corporation to transact business required, states that "a foreign corporation may not transact business in this state until it obtains a certificate of authority from the Department of State". Accordingly, this office is required by law to notify and collect the appropriate minimum civil penalty of \$500 for each year or part thereof that a foreign corporation transacts business in Florida without authority, along with the annual report fees that would have been paid had it qualified when it first transacted business, as set forth in s. 607.1502(4), F.S., consequences of transacting business without authority.

This office had no prior knowledge that Arlington Beaches Water Treatment Systems, Ltd. was transacting business in Florida without authority until it received the application.

The Division of Corporations exchanges information with the Florida Department of Revenue, pursuant to s. 213.053(14), F.S.. The information obtained from the Florida Department of Revenue relates to corporate taxpayers that are not on file or have a dissolved status with the Division of Corporations and which have filed tax returns pursuant to either Chapter 199 (intangible personal property taxes) or Chapter 220 (corporation income tax).

Arlington Beaches Water Treatment System, Ltd.

May 9, 1994

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In July of 1993, this office received data reflecting Arlington Beaches Water Treatment System's compliance with Florida's revenue laws. On January 14, 1994, this office wrote Arlington Beaches Water Treatment System, Ltd. inquiring as to whether it needed a certificate of authority to transact business in Florida within the meaning of s. 607.1501, F.S.. This office then received the "Application by Foreign Corporation for Authorization to Transact Business in Florida", for Arlington Beaches Water Treatment System, Ltd., reflecting April 1, 1984, as the date first transacted business in Florida.

Please also be aware that Florida law does not grant this office authority to waive or dismiss any civil penalty or annual report fee due this office. This office is sympathetic to your situation and does not question Arlington Beaches Water Treatment System's honorable intention to comply with a variety of filing requirements and laws in the State of Florida. I regret that this corporation did not apply for and receive authority prior to conducting business in Florida as required by law, and unfortunately, this office may not consider any factors other than the information as set forth on its application.

If you review and determine that the referenced date is erroneous within the meaning of s. 607.1501, F.S., you may provide this office with a sworn affidavit correcting such date.

If you have any questions regarding this matter, please do not hesitate to contact me.

Sincerely,

Hart Collins, Senior Corporate Administrator
Division of Corporations

51-6077439

Regarding letter number 294A00011857:

April 25, 1994

Dear Mr. Lott,

My name is Ken Wilkinson. I have several questions.

1. What is the INTENT of imposing such severe fines and penalties as written into Fla. statute 607.1501, 607.1502 as (or if) it applies to me. Do you pre-judge that I have been intentionally trying to avoid paying a yearly registration fee. This is far from the case.

As of Jan/14/1994, when I received your first letter, I was totally unaware of such a filing requirement and fee. It was only through your letter and attached copy of Fla. statutes (1991) that I have learned of this filing requirement. The letter starts out: Based on a comparison of data provided by the department of revenue...

2. Why did you not contact me back in 1984 when I first filed a corporate income tax report with the state?

I have a record of timely filing all tax returns, forms, fees and licenses that are regularly sent to me. These include Federal and state income tax, intangible tax, tangible tax, sales tax and payroll taxes. In addition, all city licenses and permits are filed on time. All of my bills from the vendors that I deal with have been paid in full and on time. There has been no conscious effort by me to hide my business dealings and transactions in Florida!.

I believe it would be wholly unfair for you to impose a 500 dollar penalty per year on me based on this and the following information.

I am totally and physically disabled due to an accident at age 17. The injury left me as a quadriplegic. However, I managed to complete high school despite my disability. I went on to college and earned a BS degree in business/accounting. I used this education to open and manage a small business here in Jacksonville Florida. But now I have to face the prospect of closing my business and turning to social security benefits because of what?. An oversight by me in failing to file a registration form and accompanying fee.

I simply do not feel that such a severe penalty is justified because:

(1) My failing to file was unintentional. (2) I have been barely making ends meet over the last 5 years (see attached summary of operational losses). Such a fine would put me out of business. (3) I have no valuable assets to sell off or for you to put a lien against (see attached disclosure of assets). (4) My disability. t

takes all of my strength just to sit and write this response (see attached doctors note). The letters sent by your office to me have caused me a lot of physical pain and anxiety in responding to them. I will close my business rather than contest your claim in court.

Ms. Lott, let me also state, however, that I have no qualms against paying yearly charter taxes and report fee. I have demonstrated all along my attention to the requirements of the IRS, Florida Dept. of Revenue and the City of Jacksonville in filing all of the tax documents and forms provided me. And in a timely fashion.

Once again, I was not aware of your form titled: Application by a foreign corporation for authorization to transact business in Florida (or the statutes that accompany it).

With this in consideration, I ask that you waive all interest and penalties and accept the accumulated charter tax and annual report fees as payment and settlement of this matter.

sincerely,

Ken Wilkinson

Ken Wilkinson
President
Arl. Bchs. Water Treatment Systems, Ltd. CO.



Department of State
Memorandum Office of the General Counsel

TO: File

FROM: Marc W. Dunbar, Assistant General Counsel

DATE: May 30, 1995

RE: Arlington Beaches Water Treatment Systems Co.

Based on a review of the file and the financial information provided this office by Mr. Wilkinson, it is my recommendation that this file be closed and all outstanding penalties be abated. The corporation has incurred an operating loss for each of the last five years and has limited assets. Furthermore, its president is a quadriplegic who himself appears financially incapable of paying the full outstanding amount of \$5821.25 in fees and penalties. Consequently, it is my recommendation that this case be settled following payment of \$1021.25 for the outstanding annual report fees.

MWD/mwd

**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. Arlington Beaches Water Treatment Systems, LTD. CO.
(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 3. 510277437
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 4/1/84 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. 4/1/84
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)
7. 2033 Saye Dr.
Jacksonville, FL 32225
(Current mailing address)
8. Retail Sales
(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: Frank Caraccio
Office Address: 2404 Rosero Road
Jacksonville, Florida, 32211
(Zip Code)

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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.

Frank Caraccio
(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: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: Ken Wilkinson

Address: 2033 Sage Dr.

Jacksonville, FL 32225

Vice President: _____

Address: _____

Secretary: Ray Wilkinson

Address: 3443 Debussy Rd.

Jacksonville, FL 32211

Treasurer: Marge Wilkinson

Address: 3443 Debussy Rd.

Jacksonville, FL 32211

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

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

14. Ken Wilkinson, President
(Typed or printed name and capacity of person signing application)

State of Delaware
Office of the Secretary of State

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I, WILLIAM T. QUILLEN, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY "ARLINGTON BEACHES WATER TREATMENT SYSTEMS LTD." 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 TWENTY-FOURTH DAY OF FEBRUARY, A.D. 1994.

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DIVISION OF CORPORATIONS
95 JUN 30 PM 3:42



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William T. Quillen

William T. Quillen, Secretary of State

AUTHENTICATION:

7037605

DATE:

02-24-94