

# F95000004048

## TRANSMITTAL LETTER

TO: QUALIFICATION/REGISTRATION SECTION  
DIVISION OF CORPORATIONS

00000014127180  
-02/22/95--01055--001  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

00000015303000  
-07/13/95--01034--001  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

SUBJECT: RETON PROPERTIES LIMITED  
(Name of corporation)

Dear Sir or Madam:

0000001566440  
-08/22/95--01096--007  
\*\*\*\*\*096.25 \*\*\*\*\*096.25

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:

MR. STANLEY JOHNSTON  
(Name of Person)

Reton Properties Limited  
(Firm/Company)

115 Amberjack Blvd.,  
(Address)

Scarborough, Ontario, M1H 3B7  
(City, State and Zip Code)

CANADA

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 AUG 22 AM 11:42  
hk 8/22  
W95-4084

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

STAN JOHNSTON at ( 416 ) 438-7818  
(Name of Person) Area Code & Daytime Telephone Number

### 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  
Sandra B. Mortham  
Secretary of State

February 22, 1995

STANLEY JOHNSTON  
RETON PROPERTIES LIMITED  
115 AMBERJACK BLVD  
SCARBOROUGH ONTARIO M1H 3B7,

SUBJECT: RETON PROPERTIES LIMITED  
Ref. Number: W95000004084

We have received your document for RETON PROPERTIES LIMITED and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

There is a balance due of \$35.00. Refer to the attached fee schedule for a breakdown of the fees. Please return a copy of this letter to ensure your money is properly credited.

Please list the date first transacted business in Florida in section 6 (see section 607.1501, F.S.).

The registered agent must sign accepting the designation.

A certificate of existence, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

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) 487-6092.

Hart Collins  
Senior Corporate Section Administrator

Letter Number: 795A00008160



FLORIDA DEPARTMENT OF STATE

Sandra B. Morthum  
Secretary of State

May 8, 1995

THOMAS C. ROBERGE, CPA  
ONE BEACH DR SE, SUITE 220  
ST PETERSBURG, FL 33701

SUBJECT: RETON PROPERTIES LIMITED  
Ref. Number: W95000004084

*Handwritten:* 210 103006

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

The document must include original signatures.

Please be aware that this office is responsible for administering the Florida Business Corporation Act, Chapter 607, Florida Statutes, which requires it to notify foreign corporations of the consequences of transacting business in Florida without obtaining a certificate of authority pursuant to section 607.1502(4), F.S.. This office must collect the minimum statutorily mandated civil penalties and annual report fees due this office prior to issuing a certificate of authority to lawfully transact business in Florida, and has not been granted authority, statutory or otherwise, to waive or reduce these fees. Therefore, the following fees are due by Reton Properties Limited, Inc. for transacting business in this state since 1989 without authority in violation of section 607.1501, F.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 \$3896.25.

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

Hart Collins  
Senior Corporate Section Administrator

Letter Number: 795A00022740



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

July 14, 1995

THOMAS C. ROBERGE, CPA  
ONE BEACH DR SE, SUITE 220  
ST PETERSBURG, FL 33701

SUBJECT: RETON PROPERTIES LIMITED  
Ref. Number: W95000004084

This letter is in response to the application by foreign corporation for authorization to transact business in Florida that was previously submitted to this office for RETON PROPERTIES LIMITED.

The referenced application states that the corporation has transacted business in the State of Florida since January 10, 1989. You were notified by letter dated May 8, 1995, that because of failure to obtain a certificate of authority prior to transacting business in the State of Florida, the corporation is liable for \$3896.25 in appropriate fees and penalties as set forth in Section 607.1502(4), Florida Statutes, (copy enclosed).

Until a response is received by this office concerning the prior notification, the application by foreign corporation for authorization to transact business in Florida will not be processed. If erroneous information was reflected on the previously submitted application, a sworn affidavit may be filed stating the correct date the corporation first transacted business in Florida, that the corporation did not transact business in Florida prior to the application filing year and that the information entered on such application is incorrect. Any such affidavit will be included with your original qualification documents.

Please provide your response to this letter within 30 days to avoid the necessity of further action.

If you have further questions concerning the filing of your document, please telephone the Foreign Qualification/Tax Lien Section at (904) 487-6091.

Hart Collins  
Senior Corporate Section Administrator Letter No. 395A00033859

Enclosure



FLORIDA DEPARTMENT OF STATE

Sandra B. Morham  
Secretary of State

August 15, 1995

THOMAS C. ROBERGE, CPA  
THOMAS C. ROBERGE & COMPANY  
ONE BEACH DR. SE, SUITE 220  
ST PETERSBURG, FL 33701

SUBJECT: RETON PROPERTIES LIMITED  
Ref. Number: W95000004084

**CERTIFIED MAIL #P 348 067 252 RETURN RECEIPT REQUESTED**

This letter constitutes notice that the Department of State (Department) intends to pursue all legal remedies provided in Sections 607.0130(3) and 607.1502(4), Florida Statutes, because of the failure of RETON PROPERTIES LIMITED to pay the appropriate penalties and fees incurred by the transacting of business as a foreign corporation in Florida without authority. I have enclosed a copy of Sections 607.0130(3), 607.1501 and 607.1502, Florida Statutes, for your review.

The application submitted by RETON PROPERTIES LIMITED for authority to transact business in Florida indicates that the corporation transacted business in Florida prior to qualifying. As a result, associated penalties and fees imposed by Section 607.1502(4), Florida Statutes, are due and owing the Department.

Penalties and fees in the amount of \$3896.25 are now due. To avoid further penalty, payment must be remitted within 45 days of receipt of this letter. Please make your check payable to the Department of State and forward it to this office.

In the event the date business was first transacted in Florida is incorrect or the activity falls under an enumerated exemption provided in Section 607.1501(2), Florida Statutes, please provide this office with an affidavit to that effect. If it is determined that the affidavit establishes either circumstance, all penalties and fees previously imposed will either be withdrawn or will be recalculated in accordance with the corrected information, and the application will be processed accordingly. If you have any questions regarding this matter, please telephone (904) 487-6091. I look forward to your response.

Sincerely,

Marc W. Dunbar, Assistant General Counsel

Enclosures Letter No. 895A00038175

## THOMAS C. ROBERGE & COMPANY

CERTIFIED PUBLIC ACCOUNTANTS  
ONE BEACH DRIVE N.E. • SUITE 220  
ST. PETERSBURG, FLORIDA 33701

TELEPHONE (813) 828-0300  
FACSIMILE (813) 828-0701

May 4, 1995

Florida Department of State  
Attn: Hart Collins  
Senior Corporate Section Administrator  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

Re: Reton Properties Limited, Inc.

Dear Mr. Collins:

I represent Reton Properties Limited, Inc. in State of Florida matters. Enclosed is a fully executed Florida Power of Attorney form designating me as its representative.

This letter is to communicate with you regarding prior correspondence which our client has had with you. Our clients goal is to be properly registered to transact business in Florida and also designate a registered agent.

Our client previously paid you \$35.00 and is now enclosing a check for an additional \$35.00 for the registered agent designation. Also enclosed is the application to transact business in Florida as well as copies of prior communications received from you. An original Certificate of Status from the Minister of Consumer and Commercial Relations of the Province of Ontario, Canada dated April 27, 1995 is also enclosed.

The application to transact business in Florida indicates that our client first transacted business on January 10, 1989. Margaret Johnston, Secretary of the Company, was not aware that it was required to fill out this application until your department contacted her recently.

We request that you do not assess penalties against our client for the late submission of the application to transact business in Florida and designate a Florida registered agent. The corporation is an Ontario, Canada corporation and has employed a considerable amount of capital in the State of Florida. They would like to employ additional capital in Florida in the future and wish fully to comply with your laws. We feel that it is important for you and us to give incentives for foreign corporations to invest in the economy of the State of Florida. We feel that imposing penalties at this state can only serve as a disincentive for continued and future investment by them.

Florida Department of State  
Attn: Hart Collins  
May 4, 1995  
Page Two

Thank you in advance for your attention to this matter. Please contact me if you have any questions.

Respectfully submitted,



Thomas C. Roberge, CPA  
Duly authorized representative of  
Reton Properties Limited, Inc.

TCR/tl  
Enclosures

cc: Margaret Johnston (w/encl.)

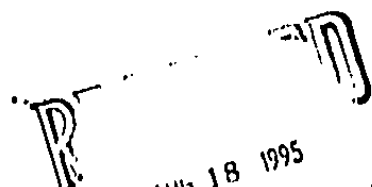
## THOMAS C. ROBERGIE & COMPANY

CERTIFIED PUBLIC ACCOUNTANTS  
ONE BEACH DRIVE S.E. • SUITE 220  
ST. PETERSBURG, FLORIDA 33701

TELEPHONE (813) 822-0303  
FACSIMILE (813) 823-0701

August 15, 1995

Marc Dunbar  
Assistant General Counsel  
Department of State  
Capitol Building - LL10  
Tallahassee, Florida 32399-0250

  
AUG 18 1995  
Office of General Counsel  
Department of State

RE: RETON PROPERTIES LIMITED  
REF # W95000004084

Dear Attorney Dunbar:

This letter is a follow-up to our telephone conversation today and on July 25, 1995 regarding Reton Properties Limited. Enclosed is a copy of the most recent correspondence from Hart Collins of the Department of State's office.

Per your instructions, enclosed is our check for \$896.25 to cover the back corporate filing fees. Also enclosed per your request, are copies of Form 1120F for Reton Properties Limited for its years ended November 30, 1990 through November 30, 1994. The Form 1120F for the year ended November 30, 1992 is not complete but, hopefully, sufficient information is in there to assist you.

Reton Properties Limited was unaware of its responsibility to be qualified to transact business in Florida until it was contacted by the Department of State earlier this year. Its tax returns have been filed by its Chartered Accountant in Canada since it began renting out its Florida real estate. It was unaware that it also needed to be qualified and have a Florida Registered Agent in order to transact business in Florida. It wishes to fully comply with the laws of the State of Florida.

The purpose of my letter is to request abatement of penalties for Reton Properties Limited. The enclosed balance sheet as of November 30, 1994 shows that there are insufficient assets to pay these penalties. The corporation does not generate a profit from this rental of Florida real estate. Frequently, its owners, Stanley and Margaret Johnston, have to put money into the corporation in order to meet its operating costs. Mr. and Mrs. Johnston are retired Canadians. Their only source of retirement income consists of Canadian social security and a company pension which totals approximately US\$21,000 per year. They need these retirement funds to subsist on.



Marc Dunbar  
August 15, 1995  
Page Two

At no time did Mr. and Mrs. Johnston intend to avoid the laws of the State of Florida. They fully intend and wish to have an opportunity to comply with these laws in the future. However, because of their financial situation, we are requesting that you give consideration to abatement of penalties.

Thank you for your attention to this matter. Please feel free to contact me if I can provide further assistance.

Respectfully submitted,



Thomas C. Roberge, CPA

TCR/c  
Enclosures

copy: Mr. and Mrs. Stanley Johnston



*Department of State*  
*Memorandum Office of the General Counsel*

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TO: File

FROM: Marc W. Dunbar, Assistant General Counsel

DATE: August 21, 1995

RE: Reton Properties, Ltd.

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Based on a review of the file and the financial information provided me by this corporation, it is my recommendation that this file be closed and all outstanding penalties be waived. This corporation is a very small corporation with a single real estate holding in Florida. The corporation has operated at or near a loss for each of the past four tax years. It is my impression that pursuing outstanding penalties against this corporation would result in the corporation's seeking relief in bankruptcy. This corporation has paid all outstanding annual report fees in the amount of \$896.25. Upon validating this payment, this file should be closed.

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. REION PROPERTIES LIMITED 1/LC  
(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. Province of Ontario, Canada 3. FEI #98-0111257  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 14th November, 1974 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. 1/10/89  
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)
7. 115 Amberjack Blvd.,  
Scarborough, Ontario, M1H 2J6, Canada  
(Current mailing address)
8. RENTAL PROPERTY  
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
- x 9. Name and street address of Florida registered agent:  
Name: Charles Fraser  
Office Address: 2001 GULF BLVD.  
INDIAN SHORES, Florida, 34635  
(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.*

Charles Fraser  
(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.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 AUG 22 AM 4:2

12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

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

Address: \_\_\_\_\_  
\_\_\_\_\_

Director: MARGARET JOHNSTON

Address: 115 Amberjack Blvd.,

Scarborough, Ontario, M1H 2J6, Canada

Director: STANLEY JOHNSTON

Address: 115 Amberjack Boulevard,

Scarborough, Ontario, M1H 2J6, Canada

B. OFFICERS

President: STANLEY JOHNSTON

Address: - as above -  
\_\_\_\_\_

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

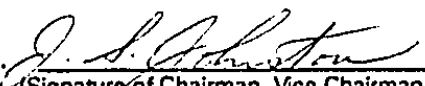
Secretary: MARGARET JOHNSTON

Address: - as above -  
\_\_\_\_\_

Treasurer: MARGARET JOHNSTON

Address: - as above -  
\_\_\_\_\_

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

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

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



# Ontario

Ministry of  
Consumer and  
Commercial Relations

Ministère de  
la Consommation  
et du Commerce

Business Division  
Companies Branch  
303 University Ave Suite 200  
Toronto ON M5G 2M2

Direction des affaires commerciales  
Direction des compagnies  
303 ave University Bureau 200  
Toronto ON M5G 2M2

## Certificate of Status Certificat de Statut Documentaire

This is to certify that according to the  
records of the companies branch

Je certifie par les présentes que, conformément  
aux dossiers de la Direction des compagnies,

**RETON PROPERTIES LIMITED**

Ontario Corporation No.

Numéro matricule de la personne morale en Ontario

**000297320**

is a corporation incorporated, amalgamated  
or continued under the laws of  
the Province of Ontario.

est constituée, fusionnée ou prorogée en vertu  
des lois de la province de l'Ontario.

The corporation came into existence on

La personne morale a été fondée le

**NOVEMBER 14 NOVEMBRE, 1974**

and has not been dissolved.

et n'a pas été dissoute.

Dated

Fait le

**APRIL 27 AVRIL, 1995**

  
Controller of Records  
Contrôleur des dossiers

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 AUG 22 AM 11:42