

F95000004632

TRANSMITTAL LETTER

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

RECEIVED 11/13/88
03776-25-41162-307
*****0.00 *****01.00

SUBJECT: EPOXY TECHNOLOGY Inc
(Name of corporation - must include suffix)

Dear Sir or Madam:

W95-6038

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:

Sandra M Jackson
(Name of Person)
Epoxy Technology, Inc.
(Firm/Company)
14 Fortune Drive
(Address)
Billerica Massachusetts 01821
(City, State and Zip Code)

W9/25
80-3-17-25-1025
DIVISION OF CORPORATIONS
RECEIVED 11/13/88

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

Sandra M Jackson at (1 800) 227 - 2201X212
(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 17, 1995

SANDRA M. JACKSON
EPOXY TECHNOLOGY INC.
14 FORTUNE DRIVE
BILLERICA, MA 01821

SUBJECT: EPOXY TECHNOLOGY INC.
Ref. Number: W95000006038

We have received your document for EPOXY TECHNOLOGY 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), 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 \$11,101.25.

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) 487-6958.

Lee Rivers
Document Examiner

Letter Number: 695A00012091



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

July 14, 1995

SANDRA M. JACKSON
EPOXY TECHNOLOGY INC.
14 FORTUNE DRIVE
BILLERICA, MA 01821

SUBJECT: EPOXY TECHNOLOGY, INC.
Ref. Number: W95000006038

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 EPOXY TECHNOLOGY, INC..

The referenced application states that the corporation has transacted business in the State of Florida since January 1, 1970. You were notified by letter dated March 17, 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 \$11101.25 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.

Lee Rivers
Document Examiner Letter No. 795A00033842

Enclosure



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 16, 1995

FRANK W. KULESZA, PRESIDENT
EPOXY TECHNOLOGY INC.
14 FORTUNE DRIVE
BILLERICA, MA 01821

SUBJECT: EPOXY TECHNOLOGY, INC.
Ref. Number: W95000006038

CERTIFIED MAIL #P 348 066 507 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 EPOXY TECHNOLOGY, INC. 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 EPOXY TECHNOLOGY, INC. 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 \$11101.25 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,

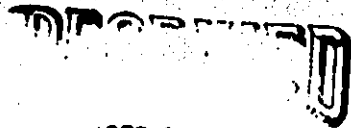
Marc W. Dunbar, Assistant General Counsel

Enclosures Letter No. 495A00038424



14 FORTUNE DRIVE, BILLERICA, MASSACHUSETTS 01821-3072 USA
(508) 667-3805 1-800-227-2201 (in USA) FAX: (508) 663-9782

September 5, 1995



FLORIDA DEPARTMENT OF STATE
Division of Corporations
P.O.Box 6327
Tallahassee, Florida 32314

Office of General Counsel
Department of State

RE: Ref.Number: W9500006038

Dear Mr. Dunbar,

After reading Section 607.1501 of the Florida Statutes, it is my understanding that Epoxy Technology, Inc. was not transacting business in Florida from 1970 to 1995.

In 1970, companies in Florida placed orders for our products via telephone, telex and mail. We used independent contractors to solicit business, but the orders had to come to Massachusetts for final acceptance.

Early in 1995 we decided to open an office and hire a salesman in Florida. We thought that opening an office triggered the need to file Application by Foreign Corporation for Authorization to Transact Business in Florida."

Since orders must still come to Massachusetts before they are finally accepted, according to Florida Statutes, we are not transacting business within the meaning of subsection (1).

Sincerely,

A handwritten signature in cursive script that reads "Frank W. Kulesza".

Frank W. Kulesza
President



14 FORTUNE DRIVE, BILLERICA, MASSACHUSETTS 01821-3972 USA
(508) 667-3805 1-800-227-2201 (in USA) FAX: (508) 663-9782

September 15, 1995

Mr. Marc Dunbar
Department of State
Office of the General Counsel
LL10-The Capital
Tallahassee, FL 32399-0250

SEP 20 1995

REF. NUMBER: W95000006038

Office of General Counsel
Department of State
SEP 25 1995 8:00
SECRETARY OF STATE
DIVISION OF CORPORATIONS

Dear Mr. Dunbar,

In March, 1995, I completed an "Application by Foreign Corporation to Transact Business in Florida". I was mistaken when I stated that we first transacted business in Florida in 1970.

After reading Section 607.1501 of the Florida Statutes, it is clear that Epoxy Technology, Inc. was not transacting business in Florida from 1970 to 1995.

In 1970, we used independent contractors to solicit business. However, the customers placed their orders with us via mail, telephone, telex and in later years by fax. Orders had to be approved in Massachusetts before material was shipped.

Early in 1995, we decided to open an office and hire a salesman in Florida. Our office was opened on March 1, 1995.

Sincerely,

Frank W. Kulesza
President

THE COMMONWEALTH OF MASSACHUSETTS

Sept 15, 1995

Then personally appeared the above named FRANK W. Kulesza
and acknowledged the foregoing instrument to be his free act and deed before me.

Notary Public
My commission Expires: APRIL 24, 1998



Department of State
Memorandum Office of the General Counsel

TO: File

FROM: Marc W. Dunbar, Assistant General Counsel

DATE: September 21, 1995

RE: Epoxy Technology, Inc.

Based on a review of the file and the affidavit provided by this corporation, it is my recommendation that this file be closed, and this corporation qualified to do business in Florida. According to the affidavit filed by this corporation, this corporation erroneously noted the transaction date on its application as 1970. This matter has since been corrected. For purposes of qualification, this corporation did not begin "doing business" in Florida until the beginning of this year. All fees and penalties, therefore, should be abated, and this corporation qualified to do business in this state.

MWD/mwd

**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. EPOXY TECHNOLOGY 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. MASSACHUSETTS 3. 04-2399999
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. August 25, 1966 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. 1970
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))
7. 14 Fortune Drive
Billerica Massachusetts 01821
(Current mailing address)
8. To engage in or transact any or all lawful activities or business permitted under laws of Massachusetts or the State of Florida.
(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: David M. Kulesza
Office Address: 15310 Amberly Drive Suite 290
Tampa, Florida, 33647
(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.

David M. Kulesza
(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: Frank W. Kulesza

Address: 14 Fortune Drive

Billerica, Massachusetts 01821

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: Frank W. Kulesza

Address: 14 Fortune Drive

Billerica, Massachusetts 01821

Vice President: Heleen Kulesza

Address: 14 Fortune Drive

Billerica, Massachusetts 01821

Secretary: Sandra M. Jackson

Address: 14 Fortune Drive

Billerica, Massachusetts 01821

Treasurer: Frank W. Kulesza

Address: 14 Fortune Drive

Billerica, Massachusetts 01821

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

13.

Frank W. Kulesza

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

14.

Frank W. Kulesza. President

(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

February 16, 1995

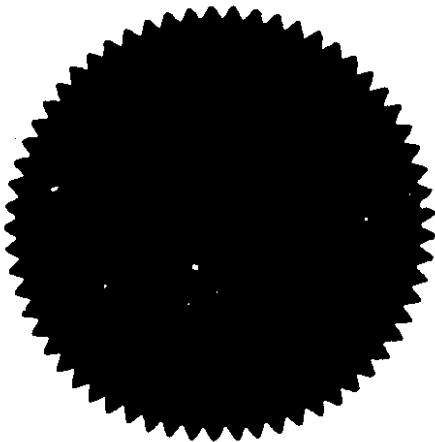
TO WHOM IT MAY CONCERN:

I hereby certify that according to the records of this office

Epoxy Technology Inc.

is a domestic corporation organized on **August 25, 1966**, under the General Laws of the Commonwealth of Massachusetts.

I further certify that there are no proceedings presently pending under the Massachusetts General Laws Chapter 156B section 101 for said corporations dissolution; that articles of dissolution have not been filed by said corporation; that, said corporation has filed all annual reports, and paid all fees with respect to such reports, and so far as appears of record said corporation has legal existence and is in good standing with this office.



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

* This certificate is not a tax clearance. Certificates certifying that all taxes due and payable by the corporation have been paid or provided for are issued by the Department of Revenue.

LMP

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 SEP 25 AM 8:08