

F95000005401

TRANSMITTAL LETTER

TO: QUALIFICATION/REGISTRATION SECTION
DIVISION OF CORPORATIONS

SUBJECT: The Sexauer Foundation, Inc.
(Name of corporation)

Dear Sir or Madam:

The enclosed "Application by Foreign Not For Profit Corporation for Authorization to Conduct its Affairs in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign nonprofit corporation to conduct its affairs in Florida.

Please return all correspondence concerning this matter to the following:

Eileen Hoffman, Esq.

(Name of Person)

(Firm/Company)

405 East 14th Street, Ste. 5H

(Address)

New York, New York 10009

(City, State and Zip Code)

For further information concerning this matter, please call:

Eileen Hoffman, Esq.

(Name of Person)

at (212) 285-1661 or 673-7809

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

W-15-9/105

HE 11/3

RECEIVED
DIVISION OF CORPORATIONS
JAN 11 1980



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

April 28, 1995

EILEEN HOFFMAN, ESQUIRE
SUITE 5-H
405 EAST 14TH STREET
NEW YORK, NY 10009

SUBJECT: THE SEXAUER FOUNDATION, INC.
Ref. Number: W95000009105

We have received your document for THE SEXAUER FOUNDATION, 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) 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 \$700.00.

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.

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) 487-6958.

Lee Rivers
Document Examiner

Letter Number: 295A00020406



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

July 13, 1995

EILEEN HOFFMAN, ESQUIRE
SUITE 5-H
405 EAST 14TH STREET
NEW YORK, NY 10009

SUBJECT: THE SEXAUER FOUNDATION, INC.
Ref. Number: W95000009105

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 THE SEXAUER FOUNDATION, INC..

The referenced application states that the corporation has transacted business in the State of Florida since September 1, 1994. You were notified by letter dated April 28, 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 \$700.00 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. 795A00033725

Enclosure



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 15, 1995

NANCY S. WALSH, VICE PRESIDENT
THE SEXAUER FOUNDATION, INC.
711 WEST STREET
HARRISON, NY 10009

SUBJECT: THE SEXAUER FOUNDATION, INC.
Ref. Number: W95000009105

CERTIFIED MAIL #P 348 066 504 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 THE SEXAUER FOUNDATION, 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 THE SEXAUER FOUNDATION, 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 \$700.00 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. 895A00038162

State of New York
County of New York

In re

THE SEXAUER FOUNDATION

AFFIDAVIT

Ref. No. W95000009105

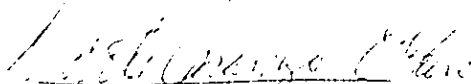
FILED
STATE
CLERK
55 NOV -3 PM 1:23

Eileen Hoffman, being duly sworn, does hereby state:

1. I reside at 405 East 14th Street, Apartment 5H, New York, New York 10009.
2. I am a trustee of the Sexauer Foundation and was a trustee of said foundation throughout the year of 1994.
3. The fiscal year of the foundation ends on August 31 of each year.
4. The purpose of listing September 1, 1994 as the date the Sexauer Foundation began transacting business in Florida was for the purposes of expediency, so that the final New York State tax return and report to the Attorney General could be filed for the year ending August 31, 1994 and there would be no need to file New York State returns or reports for future time periods.
5. Upon information and belief, the Sexauer Foundation did not transact business in Florida during the year 1994 and any activities conducted by the foundation within the State of Florida during that time period fall within the exemptions set forth in Section 607.1501 (2) Florida Statutes.


Eileen Hoffman

Sworn to before me this 24th
day of October, 1995.



MARTI M. GRANZO
Notary Public, State of New York
No. 4958749
Qualified in New York County
Commission Expires 12/15

**APPLICATION BY FOREIGN NOT FOR PROFIT CORPORATION FOR
AUTHORIZATION TO CONDUCT ITS AFFAIRS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 617.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZA-
TION TO CONDUCT ITS AFFAIRS IN THE STATE OF FLORIDA:*

1. The Sexauer Foundation, Inc.
(Name of corporation: must include the word "INCORPORATED" or "CORPORATION" or words or abbrevia-
tions 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. "Company" or "Co." may not be used as a corporate
suffix by a nonprofit corporation.)

2. Delaware 3. 13-6156256
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. September 16, 1961 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. September 1, 1994
(Date corporation first conducted affairs in Florida -
See sections 617.1501, 617.1502, and 817.155, F.S.)

7. 324 Royal Palm Way, Attn: Wesley G. Cawley
Palm Beach, Florida 33480
(Current mailing address)

8. Charitable
(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:

Wesley G. Cawley
(Name)
324 Royal Palm Way
(Office address)
Palm Beach, Florida 33480, Florida, 33480
(City) (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.*

Wesley G. Cawley
(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.

RECEIVED
SECRETARY OF STATE
JAN 10 1995
TALLAHASSEE, FLORIDA

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

A. DIRECTORS

Chairman: James M. Sexauer

Address: 400 North Flagler Drive

West Palm Beach, FL 33401

Vice Chairman: Nancy S. Walsh

Address: 711 West Street

Harrison, New York 10009

Director: Thomas J. Abbamont

Address: 300 Hamilton Avenue

White Plains, New York 10009

Director: Wesley G. Cawley

Address: 19009 S.E. Old Trail Drive

Jupiter, Florida 33478

B. OFFICERS

President: James M. Sexauer

Address: See above

Vice President: Nancy S. Walsh

Address: See above

Secretary: Nancy S. Walsh

Address: See above

Treasurer: James M. Sexauer

Address: See above

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.
PLEASE SEE ATTACHED ADDENDUM LISTING AN ADDITIONAL DIRECTOR

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

14. Nancy S. Walsh, Vice Chairman, Vice President and Secretary
(Typed or printed name and capacity of person signing application)

The Sexauer Foundation

ADDENDUM TO

**APPLICATION BY FOREIGN NOT FOR PROFIT CORPORATION
FOR AUTHORIZATION TO CONDUCT ITS AFFAIRS IN FLORIDA**

12.

A. DIRECTORS

Director: Eileen Hoffman
Address: 405 East 14th Street, 5H
New York, New York 10009

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "THE SEXAUER FOUNDATION" 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 JANUARY, A.D. 1995.

22-1-13 3-10-95
SECRETARY OF STATE
RECEIVED



Edward J. Freel

Edward J. Freel Secretary of State

AUTHENTICATION

DATE

0572821 8300

944259515

7383111

01-24-95