



Department of State

Memorandum Office of the General Counsel

F95000005446

TO: File

FROM: Marc W. Dunbar, Assistant General Counsel

DATE: November 6, 1995

RE: Creative Footwear, Inc.

Based on a review of the file and the financial information provided by this corporation, it is my recommendation that this file be closed. This corporation has paid all outstanding AR fees and \$500 in penalties. The corporation has incurred minimal profits over the last five years. In addition, this corporation has since dissolved in its home state and is no longer transacting business in Florida. Given these facts, it is my opinion that all remaining penalties be abated and all pending matters be closed.

MWD/mwd

This corporation has paid \$500 in civil penalties and \$1021.25 in annual report fees for transacting business in Florida without authority for the years 1985 through 1994.

TRANSMITTAL LETTER

TO: QUALIFICATION/REGISTRATION SECTION
DIVISION OF CORPORATIONS

SUBJECT: CREATIVE FOOTWEAR INCORPORATED DBA SHOES BY SHOEZ
(Name of corporation)

Dear Sir or Madam:

W94 - 8945

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:

Clayton Dodge
(Name of Person)
CREATIVE FOOTWEAR INCORPORATED
(Firm/Company)
6923 R North 9th Ave
(Address)
Pensacola, FL 32504
(City, State and Zip Code)

COMMERCIAL SERVICE
10/27/95--01015--005
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Should you need to call someone concerning this matter, please call:

Clayton Dodge at (904) 474-1491
(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

Jim Smith
Secretary of State

April 20, 1994

CLAYTON DODGE
CREATIVE FOOTWEAR INCORPORATED
6923 B NORTH 9TH AVENUE
PENSACOLA, FL 32504

SUBJECT: CREATIVE FOOTWEAR INCORPORATED
Ref. Number: W94000008945

We have received your document for CREATIVE FOOTWEAR INCORPORATED 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 \$5301.25.

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.

Please note that a fictitious (or "d/b/a") name must be filed separately from a corporation authorization. Enclosed please find the proper forms for filing a fictitious name.

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: 794A00017850

June 20, 1994

Florida Department of State
Division of Corporations
Tax Lien Secretary
Tallahassee, FL 32302

Creative Footwear Inc
D/B/A Shoes By Shoez ^{and Co}
Foreign Corporation

720832718

Dear Sir or Madam:

In 1985 a Store for said Corporation was opened in Pensacola. All licenses were obtained, all taxes paid on a timely basis, and Florida Corporate taxes filed each year.

Now after all this time the State of Florida has informed me that a certification of authorization to do business in Florida is required each year. At no time or place to my knowledge was any reference to this certification known to me.

An error was made due to ignorance of the law, not willfully. I feel that because of the time that has elapsed the penalties and interest are excessive and should be waived. Your help in this matter would be greatly appreciated.

Yours truly,


Clayton Dodge
President



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

June 30, 1994

Clayton Dodge
Creative Footwear Incorporated
6923 B North 9th Avenue
Pensacola FL 32504

RE: CREATIVE FOOTWEAR INCORPORATED (FEI # 72-0832718)

Mr. Dodge:

This letter is in response to your letter dated June 20, 1994. We appreciate the fact that CREATIVE FOOTWEAR INCORPORATED did not willfully choose not to file for authorization before transacting business. However, any foreign corporation that intends to transact business in this state is required to obtain a certificate of authority from the Department of State prior to transacting business as stated in section 607.1501(1), Florida Statutes:

"A foreign corporation may not transact business in this state until it obtains a certificate of authority from the Department of State."

This office is statutorily mandated to collect the appropriate civil penalty of \$500.00 for each year or part thereof that a foreign corporation transacts business in this state without authority; this is the minimum penalty allowed by law. Please note that although your letter refers to interest, no interest has been applied to the penalty and fees. Florida law does not grant this office the authority to waive or dismiss these appropriate fees. Section 607.1502(4), Florida Statutes, further directs the Florida Department of State to collect all penalties and annual report fees due this office and to recover such fees through an action in circuit court.

Please also note that we have calculated the charter tax due using the worksheet you submitted with your letter. The total amount of charter tax due is \$820.00. The total amount due in charter tax, annual report fees, and penalties is \$6121.25.

If you have any further questions please call or write to the address below.

LEE RIVERS

Lee Rivers, Corporate Specialist
Division of Corporations
PO Box 6327
Tallahassee FL 32314
(904) 487-6958

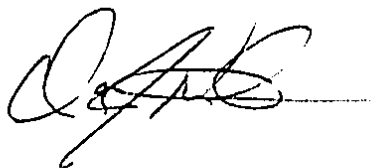
*Added to the Corporations
Division of Corporations
Tallahassee, Florida*

1/15/95

Florida Dept of State
Corporate Records

Subject: CREATIVE FOOTWEAR INC
REF NUMBER W94000008945

CREATIVE FOOTWEAR INC., DOES NOT TRANSACT
business within THE STATE OF FLORIDA, BECAUSE
THIS COMPANY HAS DONE OUT OF BUSINESS. CREATIVE
FOOTWEAR CLOSED FOR BUSINESS IN THE YEAR OF
1994 AND HAS NO ASSETS.



NEW Address:

Creative Footwear, INC
909 W. ESPERANDE BOULE
SUITE 200
KENNER, LA 70065

ATTN: STAN CASON



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

December 1, 1994

CLAYTON DODGE
CREATIVE FOOTWEAR INCORPORATED
6923 B NORTH 9TH AVENUE
PENSACOLA, FL 32504

SUBJECT: CREATIVE FOOTWEAR INCORPORATED
Ref. Number: W94000008945

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 CREATIVE FOOTWEAR INCORPORATED.

The referenced application states that the corporation has transacted business in the State of Florida since January 1, 1985. You were notified by letter dated June 30, 1994, that because of failure to obtain a certificate of authority prior to transacting business in the State of Florida, the corporation is liable for \$6121.25 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. 394A00051555

Enclosure



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

January 10, 1995

ATTN: STAN CARON
CREATIVE FOOTWEAR INCORPORATED
909 W. ESPLANADE AVE. SUITE 210
KENNER, LA 70065

SUBJECT: CREATIVE FOOTWEAR INCORPORATED
Ref. Number: W94000008945

This letter is in response to the unsigned and undated letter postmarked January 5, 1995, and received in this office today. Although the letter states that the corporation "no longer transacts business in the State of Florida," the corporation is still responsible for the fees and penalties due for the years the corporation transacted business without authority. Pursuant to Section 607.1502(4) of the Florida Statutes, the Department of State must pursue the collection of civil penalty and annual report fees due for the unauthorized transaction of business in Florida by CREATIVE FOOTWEAR INCORPORATED for the years 1985 through 1994.

Therefore, CREATIVE FOOTWEAR INCORPORATED is required to remit \$6121.25 in civil penalty and annual report fees. If January 1, 1985 is erroneous as the date first transacted business within the meaning of Section 607.1501(2) of the Florida Statutes, please provide a notarized affidavit to that effect.

If you have any questions concerning the filing of your document, please call (904) 487-6958.

Lee Rivers
Document Examiner

Letter Number: 295A00001129

Florida Dept. OF STATE
CORPORATE RECORDS

SUBJECT: CREATIVE FOOTWEAR INC.
REF Number: W94000008945

AFTER SEVERAL UNSUCCESSFUL ATTEMPTS TO OBTAIN
A CERTIFICATE OF AUTHORITY TO TRANSACT BUSINESS
WITHIN THE STATE OF FLORIDA. CREATIVE FOOTWEAR
INCORPORATED NOW NO LONGER TRANSACTS BUSINESS
IN THE STATE OF FLORIDA.

NEW ADDRESS:

CREATIVE FOOTWEAR INC
909 W. ESPLANADE AVE.
SUITE 210
KENNER, LA 70065
ATTN: STAN CARRON



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

February 7, 1995

ATTN: STAN CARON
CREATIVE FOOTWEAR INCORPORATED
909 W. ESPLANADE AVE. SUITE 210
KENNER, LA 70065

SUBJECT: CREATIVE FOOTWEAR INCORPORATED
Ref. Number: W94000008945

**CERTIFIED MAIL #P 348 066 545
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 CREATIVE FOOTWEAR INCORPORATED 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 CREATIVE FOOTWEAR INCORPORATED 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 \$6121.25 are now due. To avoid further penalty, payment must be remitted within 15 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,

Douglas D. Sunshine, Assistant General Counsel

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. CREATIVE FOOTWEAR INCORPORATED DBA SHOES BY SHOEZ
(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. LOUISIANA 3. 72-0832718
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. MAY 1978 5. PERPETUAL
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 1985
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))

7. 6923 B North 9th AVE
PENSACOLA, FL 32504
(Current mailing address)

8. RETAIL Shoe 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: Clayton Dodge

Office Address: 6923 B North 9th AVE
PENSACOLA, Florida, 32504
(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.

[Signature]
(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: CLAYTON DODGE

Address: 907 BLUE SPRINGS

PENSACOLA, FL 32504

Vice President: _____

Address: _____

Secretary: ELANA LOSSITER

Address: 929 LUCERNE AVE

PENSACOLA, FL 32505

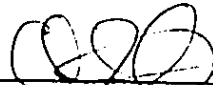
Treasurer: ELANA LOSSITER

Address: 929 LUCERNE AVE

PENSACOLA, FL 32505

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

13.


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

14.

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

794N00017852

Florida Department of State, Jim Smith, Secretary of State

THIS FORM IS TO BE COMPLETED BY CORPORATIONS WHO HAVE BEEN TRANS-
ACTING BUSINESS IN FLORIDA PRIOR TO QUALIFICATION TO DETERMINE
CHARTER TAX THAT MUST BE PAID.

Authorized number of shares (itemized by class and par value) the corporation had when
it first transacted business in Florida (if shares have no par value enter NPV along with the
number of shares).

"VALUE" may be defined in any terms consistent with generally accepted accounting prin-
ciples.

A. Estimated Value of all property owned by
Corporation for the year it first transacted
business in Florida, wherever located. \$ _____

B. Estimated Gross amount of business
transacted by the Corporation for the
year it first transacted business in Florida \$ _____

C. Estimated Value of all property in Florida
owned by the Corporation for the year it
first transacted business in Florida. \$ _____

D. Estimated Gross amount of business
transacted in Florida by the Corporation
during the year it first transacted business
in Florida. \$ _____

E. TOTAL of "A" and "B" \$ _____

F. TOTAL of "C" and "D" \$ _____

G. DIVIDE "F" by "E" \$ _____

H. Corporations with Par Value Stock:
Multiply "G" and Authorized Shares and their
par value.

I. Corporations with No Par Value Stock:
Multiply "G" by Total Authorized Shares. \$ _____

THIS PORTION IS FOR OFFICIAL USE ONLY AND IS TO BE COMPLETED BY
DOCUMENT EXAMINER OF QUALIFICATION

DOCUMENT NUMBER _____
CORPORATION NAME _____
PENALTY PAID FOR YEAR(S) _____
CHARTER TAX PAID _____
AR FEE PAID FOR YEAR(S) _____

UNITED STATES OF AMERICA

State of Louisiana



DUPLICATE

Fox McKeithen

SECRETARY OF STATE

In testimony whereof, I have hereunto set my hand and caused the Seal of my Office to be affixed at the City of Baton Rouge on

the Articles of Incorporation and Certificate of Incorporation of

CREATIVE FOOTWEAR, INC.

have been reinstated and the revocation of October 21, 1985, is set aside and said Articles of Incorporation are reinstated.

In testimony whereof, I have hereunto set my hand and caused the Seal of my Office to be affixed at the City of Baton Rouge on

March 21, 1994

Fox McKeithen

BBA

Secretary of State

