

F95000005685

TRANSMITTAL LETTER

600001600586
-10/05/95--01027--000
***1000.00 ***1000.00

TO: QUALIFICATION/REGISTRATION SECTION
DIVISION OF CORPORATIONS

600001519715
-06/21/95--01006--006
*****70.00 *****70.00

SUBJECT: TAYLOR BATTERY EAST, INC.
(Name of corporation)

Dear Sir or Madam:

W95-12726

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:

600001644566
-11/22/95--01090--013
***1100.00 ***1100.00

CHRIS PRUITT
(Name of Person)

EAST PENN MANUFACTURING CO.
(Firm/Company)

DEKA ROAD
(Address)

LYON STATION, PA 19536
(City, State and Zip Code)

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

CHRIS PRUITT at (610) 682 - 6361
(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

June 22, 1995

CHRIS PRUITT
EAST PENN MANUFACTURING CO.
DEKA ROAD
LYON STATION, PA 19536

SUBJECT: TAYLOR BATTERY EAST, INC.
Ref. Number: W95000012726

We have received your document for TAYLOR BATTERY EAST, INC. and your check(s) totalling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The entity's period of duration must be listed on the application. Please insert the word "perpetual", if a specific date of dissolution or term of existence has not been specified.

Section 607.1502(4), 617.1502(4) or 608.502(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 entity qualified the year it began operations in this state. The amount due this office to cover both annual report and penalty fees is \$2100.00.

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.

If you have any questions concerning the filing of your document, please call (904) 487-6095.

Jennifer Sindt
Document Examiner

Letter Number: 395A00030660

REINSEL & COMPANY

CERTIFIED PUBLIC ACCOUNTANTS

Robert A. Bickel, CPA
Anthony Byrnes, CPA
Jeffrey S. Conway, J., CPA
Stephen M. Feltz, CPA
James H. Hanks, CPA
William W. Hargis, CPA
James W. Johnson, CPA
David P. Kasper, CPA
John P. S. Kasper, CPA
Gary B. Menden, CPA
J. Andrew Winkelman, CPA

Paul A. Bickel, CPA
Charles M. Bickel, CPA
Jeffrey P. Bickel, CPA
Jeffrey P. Bickel, CPA
David M. Cichowski, CPA
Charles W. Conway, CPA
Paul F. Conway, CPA
Jeffrey P. Dixon, CPA
David G. Engle, CPA
Thomas E. Fox, CPA
Richard J. Gorman, CPA
Susan D. Johnston, CPA
David M. Kasper, CPA
Thomas M. Kasper, CPA
George H. Kasper, J., CPA
Donald E. Kasper, CPA
Jeffrey S. Kasper, CPA
Katherine A. Kasper, CPA
Steven A. Kasper, CPA
Steven C. Kasper, CPA
L. Kasper, CPA
Mark S. Kasper, CPA
Patricia A. Kasper, CPA

July 12, 1995

Jennifer Sindt
Document Examiner
Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Re: Taylor Battery East, Inc.
Ref. #: W95000012726

Dear Ms. Sindt:

This is in response to your letter dated June 22, 1995 regarding the above subject. A copy of this letter is attached for your convenience. Although there is no detail of what comprises the \$ 2,100 due reflected in the third paragraph of your letter, it appears to represent \$ 1,500 in penalty fees and \$ 600 for Annual Report fees.

We are requesting that the penalty fees be abated for the following reasons:

- 1) The company has acted in good faith in filing its Corporate Income/ Franchise Tax return in Florida once it started business there.
- 2) The company acted in good faith in recently completing the Application by Foreign Corporation for Authorization to transact Business in Florida once it became aware of the need to do so.
- 3) The company was not aware of a need to file an Application for Authorization because it was assumed it was not necessary to be authorized because of the type and minimal degree of activity in Florida, plus it never received any information from Florida regarding a possible need to become authorized until 1995. The company's sole business activity in Florida consists of renting one warehouse which has resulted in an average tax liability of \$ 3,500 in the state.



The responsibility to pay the annual report charges is acknowledged by the company, but the penalty appears excessive in light of the facts above. Please give our request for abatement appropriate consideration. If you should need any further information please contact me.

Sincerely yours,

REINSEL & COMPANY

A handwritten signature in cursive script, reading "Charles M. Fabian". The signature is written in dark ink and is positioned above the printed name.

Charles M. Fabian, CPA

CMF:lah

Encl.

cc: Chris Pruitt, East Penn Manufacturing Co.



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 19, 1995

CHRIS PRUITT
EAST PENN MANUFACTURING CO.
DEKA ROAD
LYON STATION, PA 19536

SUBJECT: TAYLOR BATTERY EAST, INC.
Ref. Number: W95000012726

Thank you for your letter of July 12, 1995, concerning the application for TAYLOR BATTERY EAST, INC. Please be advised that this office has not been granted any authority to waive or reduce the statutorily mandated minimum civil penalties if the corporation was transacting business without authority, pursuant to s. 607.1501, F.S. and 607.1502(4), F.S. This office does not question TAYLOR BATTERY EAST, INC.'s honorable intention to comply with a variety of filing requirements; however, it is the responsibility of this office to notify foreign corporations of the consequences of transacting business without authority and to collect such fees prior to issuing a certificate of authority.

This office respectfully requests that TAYLOR BATTERY EAST, INC. remit the minimum civil penalties and annual report fees due this office for transacting business without authority since June of 1992, as indicated on its application. This office will immediately issue TAYLOR BATTERY EAST, INC. a certificate of authority to lawfully transact business in Florida upon receipt of \$2100 and the corrected application as previously mentioned.

If you have any questions concerning the filing of your document, please call (904) 487-6095.

Jennifer Sindt
Document Examiner

Letter Number: 695A00034524

EAST PENN manufacturing co., inc.

P.O. BOX 147, DEKA ROAD • LYON STATION, PA 19536-0147
PHONE: 010-682-6301 • FAX: 010-682-4781



Septombor 27, 1995

Florida Department of State
Division of Corporation
P. O. Box 6327
Tallahassee FL 32314

RE: Taylor Battery East, Inc.
Ref. Number: W95000012726

Dear Ms Sindt:

Since June of 1992, Taylor Battery East, Inc. has filed and paid their sales tax on a timely basis. Their only income in Florida is rental income on a warehouse. The corporation was not aware of the fact that they had to file an application for a foreign corporation to transact business in Florida.

Enclosed is a check for \$1,000.00 from Taylor Battery East, Inc. We feel that this should be payment in full for penalty and report fees since it was only in 1995 that you brought this to our attention.

Thank you for attending to this matter.

Sincerely,

EAST PENN MANUFACTURING CO., INC.

A handwritten signature in cursive script that reads "Jayne L. Kramer".

Jayne L. Kramer,
Supervisor of Subsidiary Accounting

JLK/js

Enclosure

*Called Jayne 10/5 and
told her to send last
5 yrs. of tax returns
to my attn.*

EAST PENN manufacturing co., inc.

P.O. BOX 147, DEKA ROAD • LYON STATION, PA 19536-0147
PHONE: 610-682-6301 • FAX: 610-682-4781



October 24, 1995

Ms Jennifer Sindt
Florida Department of State
Division of Corporation
P. O. Box 6327
Tallahassee FL 32314

RE: Taylor Battery East, Inc.
Ref. Number: W95000012726

Dear Ms Sindt:

Per our telephone conversation the other week, I have enclosed copies of Taylor Battery East, Inc.'s tax returns for the past five years. Although you had requested copies of the Federal tax returns, I was unable to do that because the 1120 is filed with a consolidated group of companies which East Penn Manufacturing Co. owns. Therefore, the returns that are enclosed are the State Returns and State Riders.

I would appreciate it if you would give these copies to the General Council to see what can be done to reduce the penalty charges.

Thank you for attending to this matter.

Sincerely,

EAST PENN MANUFACTURING CO., INC.

A handwritten signature in cursive script that reads "Jayne L. Kramer".

Jayne L. Kramer,
Supervisor of Subsidiary Accounting

JLK/js

*Sent returns &
copy of file to
Marc D. 10/30.*



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

31 October 1995

Ms. Jayne L. Kramer
Supervisor of Subsidiary Accounting
East Penn Manufacturing Co., Inc.
Post Office Box 147
Lyon Station, Pennsylvania 19536-0147

Dear Ms. Kramer:

Re: Request for Penalty Waiver for Taylor Battery East, Inc.

The purpose of this letter is to advise you that the Department of State cannot waive the penalties imposed as a result of the unauthorized business activities in the State of Florida by Taylor Battery East, Inc.]

As of the date above, the total amount of penalties owed by this corporation is \$1,100. These penalties are pursuant to section 607.1502, Florida Statutes, a copy of which is enclosed for your reference. If litigation is necessary to collect these penalties, the corporation may also be liable for additional fees and costs associated with filing suit.

If you wish to resolve this matter, please direct your payment to my attention at the address below. If I have not received payment within thirty days, I will assume that you are not willing to resolve this matter without litigation and will proceed accordingly. If you have any questions regarding this correspondence, you may contact me at 904/414-5536.

Respectfully,

A handwritten signature in dark ink, appearing to read "Marc W. Dunbar".

Marc W. Dunbar
Assistant General Counsel

MWD/sm

Enclosure

PAID

NOV 15 1995

CHECK NO. 5840

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 TRANSACT BUSINESS IN THE
STATE OF FLORIDA:

1. TAYLOR BATTERY EAST, 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. KENTUCKY 3. 61-0975106
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 07/01/80 5. PERPETUAL
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. JUNE 1992
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)
7. c/o EAST PENN MANUFACTURING CO.
DEKA ROAD, LYON STATION, PA 19536
(Current mailing address)
8. WAREHOUSE RENTAL
(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: KEN SHARKEY
Office Address: 3101 DAVIE BOULEVARD
FT LAUDERDALE, Florida, 33312
(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.

(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: RICHARD P. BOWERS

Address: DEKA ROAD

LYON STATION, PA 19536

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: DELIGHT E. BREIDEGAM, JR.

Address: DEKA ROAD

LYON STATION, PA 19536

Vice President: RICHARD P. BOWERS

Address: DEKA ROAD

LYON STATION, PA 19536

Secretary: SALLY S. MIKSIEWICZ

Address: DEKA ROAD

LYON STATION, PA 19536

Treasurer: DANIEL LANGDON

Address: DEKA ROAD

LYON STATION, PA 19536

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

13. X Sally S. Miksiewicz

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

14. Sally S. Miksiewicz

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



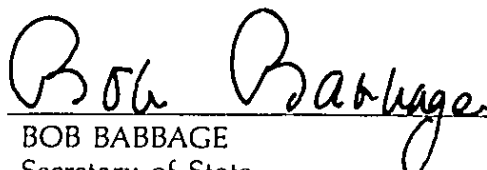
OFFICE OF THE SECRETARY OF STATE
**CERTIFICATE OF EXISTENCE
DOMESTIC CORPORATION**

I, BOB BABBAGE, Secretary of State of the Commonwealth of Kentucky, do hereby certify, that according to the records in the office of the Secretary of State of the Commonwealth of Kentucky, TAYLOR BATTERY EAST, INC.

is a corporation organized and existing under the laws of the Commonwealth of Kentucky, whose date of incorporation is JUNE 30, 1980 ;
and whose period of duration is PERPETUAL .

I further certify, that said corporation has paid all fees due and owing to the office of the Secretary of State of the Commonwealth of Kentucky to date; has delivered to the Secretary of State its most recent annual report, as required by KRS 271B.16-220 or 273.3671; and has not filed articles of dissolution.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Official Seal, at Frankfort, Kentucky, this 15TH day of MAY ,
19 95 .


BOB BABBAGE
Secretary of State
Commonwealth of Kentucky

TB