

F95000006151

TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

400001591774
-09/22/95--01075--008
*****70.00 *****70.00

SUBJECT: D & S SERVICES, INC.
(Name of corporation - must include suffix)

W95-19218

Dear Sir or Madam:

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:

700001665997
-12/19/95--01134--020
***2400.00 ***2400.00

JEAN S. SUGGS

(Name of Person)

D & S SERVICES, INC.

(Firm/Company)

P. O. BOX 3508

(Address)

ORLANDO, FL 32802

(City/State/Zip)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 DEC 18 PM 12:25

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

JEAN S. SUGGS
(Name of Person)

at (904) 429-4145
(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 Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

September 25, 1995

JEAN S. SUGGS
D & S SERVICES, INC.
PO BOX 3508
ORLANDO, FL 32802

SUBJECT: D & S SERVICES, INC.
Ref. Number: W95000019218

We have received your document for D & S SERVICES, 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:

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

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.

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 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 \$2400.00.

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) 487-6094.

Doug Dickinson
Document Specialist

Letter Number: 695A00043746



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 3, 1995

JEAN S. SUGGS
D & S SERVICES, INC.
PO BOX 3508
ORLANDO, FL 32802

SUBJECT: D & S SERVICES, INC.
Ref. Number: W95000019218

We have received your document for D & S SERVICES, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

You failed to make the correction(s) requested in our previous letter.

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.

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 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 \$2400.00.

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) 487-6094.

Doug Dickinson
Document Specialist

Letter Number: 595A00049336

D & S SERVICES, INC.
POST OFFICE BOX 3508
ORLANDO, FL 32802

December 13, 1995

Mr. Doug Dickinson
Document Specialist
Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Dear Mr. Dickinson:

Enclosed is a check in the amount of \$2,500.00 from Hi-Acres Services, Inc. representing the penalty for transacting business in the state of Florida without being qualified.

The operation previously conducted business in the state of Florida under the name of Hi-Acres Transportation, Inc. The stock was transferred to the Durango & Silverton Narrow Gauge Railroad Company and the D & S Services, Inc. corporation was formed. The Durango & Silverton Narrow Gauge Railroad Company, a Colorado Corporation, is an "S" corporation and could not own another "S" corporation. On January 1, 1994 the stock was transferred back to Hi-Acres Services, Inc. and Hi-Acres Services, Inc. billed the Durango & Silverton for the use of the airplane.

All of these transactions were done simply because the use of the airplane was primarily for transportation of company officials to and from Durango, Colorado for the management of The Durango & Silverton Railroad.

Mr. Charles E. Bradshaw, Jr. is the owner of the stock in all of these corporations.

We would appreciate your consideration in waiving this penalty.

Sincerely,
D & S Services, Inc.

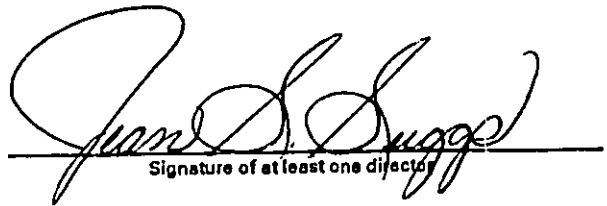

Jean S. Suggs,

RESOLUTION OF BOARD OF DIRECTORS

I, the undersigned Jean S. Suggs, assistant secretary, do hereby certify that this Resolution of the Board of Directors of D & S Services, Inc., a corporation duly organized and existing under the laws of the State of Colorado, was duly adopted on October 31, 1995.

Resolved, that D & S Services, Inc., organized and existing in the State of Colorado, hereby adopts the name D & S Services, Inc. of Colorado for use in Florida.

Dated: October 31, 1995


Signature of at least one director

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 DEC 18 PM 12:25

**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. D & S SERVICES, 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. COLORADO
(State or country under the law of which it is incorporated)
3. 84-1212836
(FEI number, if applicable)
4. September 11, 1992
(Date of Incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. January 1, 1993
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. _____
P. O. Box 3508, Orlando, FL 32802
(Current mailing address)
8. Business travel for corporations.
(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: (P.O. Box or Mail Drop Box acceptable)**

Name: C. E. Bradshaw, Jr.

Office Address: 22051 N. O'Brien Road

Howey-in-the-Hills, Florida, 34737
(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: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

President/Director

Chairman: C. E. Bradshaw, Jr.

Address: 22051 N. O'Brien Road, Howey-in-the-Hills, FL 34737

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: C. E. Bradshaw, Jr.

Address: 22051 N. O'Brien Road, Howey-in-the-Hills, FL 34737

Executive _____

Vice President: L. Cleveland Hightower

Address: 1814 Gerda Terrace, Orlando, FL 32804

Assistant _____

Secretary: Jean S. Suggs

Address: 26603 West Cove Drive, Tavares, FL 32778

Treasurer: _____

Address: _____

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

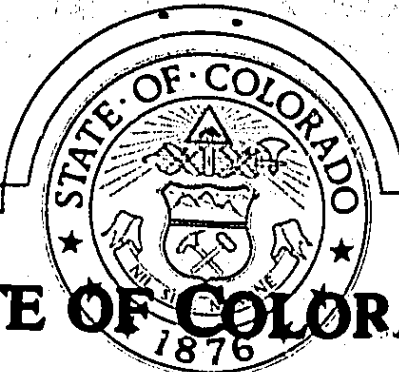
13. _____

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

14. _____

C. E. Bradshaw, Jr.

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



STATE OF COLORADO

DEPARTMENT OF
STATE

CERTIFICATE

I, VICTORIA BUCKLEY, Secretary of State of the State of Colorado hereby certify that

According to the records of this office

D&S SERVICES, INC.
(COLORADO CORPORATION)

file # 921089228 was filed in this office on SEPTEMBER 11, 1992, and has complied with the applicable provisions of the laws of the State of Colorado and on this date is in good standing and authorized and competent to transact business or to conduct its affairs within this state.

Dated: SEPTEMBER 7, 1995

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 DEC 18 PM 12:25

Victoria Buckley

SECRETARY OF STATE