

F96000001221

TO Qualification/Tax Lien Section
Division of Corporations

12/11/79 11:15:33
44/04/79--01179--0110
*****70,101 *****70,101

SUBJECT IBM Services, Inc.
(Name of corporation - must include suffix)

12/11/79 11:15:33
44/04/79--01179--0110
*****70,101 *****70,101

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

12/11/79 11:15:33
44/04/79--01179--0110
*****70,101 *****70,101

Susan Tulel

(Name of Person)

MORRISON, MAHONEY & MITLER

(Firm/Company)

25800 Northwestern Hwy, Ste 900

(Address)

Southfield, Michigan 48075

(City/State/Zip)

FILED
DIVISION OF STATE
CORPORATIONS
95 PM 11 14 80 22

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

Susan Tulel
(Name of Person)

at (410) 351-2943
(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 6527
Tallahassee, FL 32314



Department of State
Memorandum Office of the General Counsel

TO: File

FROM: Marc W. Dunbar, Assistant General Counsel

DATE: March 8, 1996

RE: IRM Services, Inc.

Based on a review of the file and the payment provided by this corporation, it is my recommendation that this file be closed and this corporation be qualified to do business. This corporation has paid all outstanding penalties (assessed at the statutory minimum amount of \$500 per year) and all outstanding fees and now wishes to be qualified to do business in this state.

MWD/mwd

M. J. J.

[illegible]

enc.

MORRISON, MAHONEY & MILLER

ATTORNEYS AT LAW

700 SUMMIT STREET
BOSTON, MASSACHUSETTS 02210
617 550 1500
FAX: 617 550 1500

800 MACCABBS CENTER
8000 NORTHWESTERN HIGHWAY
SOUTHFIELD, MICHIGAN 48076-2011
313 481 8800
FAX: 313 481 8800

MASSACHUSETTS
BOSTON
FALLS
QUINCY
WINTHROP
WILMINGTON
YARMOUTH
PHOENIX
PHOENIX
PHOENIX
PHOENIX

MICHIGAN
GRAND RAPIDS
LANSING
FLORIDA
MIAMI
MIAMI
MIAMI
MIAMI
MIAMI
MIAMI

Home: 617 550 1500
Fax: 617 550 1500

March 4, 1996

SENT VIA TELEFAX
904-922-1761

Mr. W. Dunbar
Assistant General Counsel
Florida Department of State
LL-10
The Capitol
Tallahassee, Florida 3239-0250

Re: RM Services, Inc./Improved Risk Managers (Licensing)
Our File No. 060207

Dear Mr. Dunbar:

This letter is to confirm our telephone conversation of this afternoon, in which you agreed to abate the penalties being assessed by the Department against Improved Risk Managers to the statutory minimum, or \$3,500.00. In order to expedite matters, our client will be forwarding this payment to your attention directly.

Once again, we thank you for your courtesy and assistance in this matter.

Very truly yours,

MORRISON, MAHONEY & MILLER

Susan Tucker
Susan Tucker

ST:mfh

cc: Clyde Barber
Julius Donenberg





FLORIDA DEPARTMENT OF STATE
Gordon B. Mottman
Secretary of State

8 February, 1986

Susan Tikel
Morrison, Mahoney & Miller
900 Maccabees Center
25800 Northwestern Highway
Southfield, Michigan 48075-8411

Re Request for Penalty Waiver

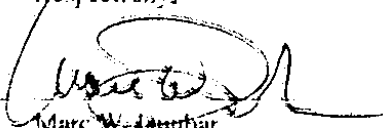
Dear Ms. Tikel:

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 IRM Services, Inc./Improved Risk Managers.

As of the date above, the total amount of penalties owed by this corporation is \$7,000.00. 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 904/414-5556.

Respectfully,


Marc W. Lumbard
Assistant General Counsel

MWTB/sd

Enclosure

第 4 期 第 4 期 第 4 期 第 4 期 第 4 期

姓名: 王 伟
 学号: 123456789

1941年11月1日 星期一
 1941年11月2日 星期二
 1941年11月3日 星期三
 1941年11月4日 星期四
 1941年11月5日 星期五
 1941年11月6日 星期六
 1941年11月7日 星期日
 1941年11月8日 星期一
 1941年11月9日 星期二
 1941年11月10日 星期三
 1941年11月11日 星期四
 1941年11月12日 星期五
 1941年11月13日 星期六
 1941年11月14日 星期日
 1941年11月15日 星期一
 1941年11月16日 星期二
 1941年11月17日 星期三
 1941年11月18日 星期四
 1941年11月19日 星期五
 1941年11月20日 星期六
 1941年11月21日 星期日
 1941年11月22日 星期一
 1941年11月23日 星期二
 1941年11月24日 星期三
 1941年11月25日 星期四
 1941年11月26日 星期五
 1941年11月27日 星期六
 1941年11月28日 星期日
 1941年11月29日 星期一
 1941年11月30日 星期二

[illegible]

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

Re: IRM Services, Inc.
Improved Risk Manager's
Authority to Transact Business in Florida
Reference No.: W930000022457
Our File No.: 1211565

Dear Mr. Dickinson:

This letter will serve to follow up our telephone conversation of January 31, 1996. As you know, our office represents IRM Services, Inc./Improved Risk Managers, which has filed an application for license to do business with the Florida Department of State.

IRM Services has its home office in Charlotte, North Carolina. The Company has applied to be licensed as a rating organization in Florida. IRM Services is engaged in those activities usual to a rating organization, as well as related administrative tasks, in Florida. IRM Services has only one employee in Florida.

When it was contacted by your Department, IRM Services moved promptly to file the necessary application materials. After receiving the initial application materials, you advised the Company that it could not do business as IRM Services in Florida, as that name was being used by another entity. A supplemental filing, using the name of Improved Risk Managers^(RM), was forwarded to you from this office by letter dated January 25, 1996. Nevertheless, by letter dated January 29, 1996, you advised us that the Company would be required to pay \$7,000.00 in penalties for the years it was not properly licensed in Florida.

MORRISON, MAHONEY & MILLER

Doug Dickinson
February 5, 1996
Page 2

As I advised you when we spoke, any failure on the part of our client to obtain a license was inadvertent. You may recall that IRM Services came to the attention of your Department because it was filing income tax returns, but no license was on file. Therefore, it is clear that the Company was not attempting to evade any of its legal obligations in Florida. It also appears that there is, at least arguably, overlap in the licensing statutes which relate to this entity, requiring IRM Services to be licensed both by the Department of State and the Department of Insurance. It may be that the company believed that filing with the Department of Insurance fully discharged its licensing obligations.

This letter is to request that, in view of all the circumstances, the Department of State waive any penalties which have been assessed. The purpose of penalties is to punish persons or entities who willfully refuse to follow the law. That was not the case here. Non-compliance was inadvertent, and the amount of business transacted by this Company in Florida is relatively modest. IRM Services will be maintaining its license with the Department of State in the future. As required, we enclose copies of the last five (5) federal income tax returns filed by the Company, as well as its check in the amount of \$931.25, representing all reporting fees attributable to the time it has been transacting business in Florida.

We thank you for your consideration. If you have any additional questions, or need more information, please let us know.

Very truly yours,

MORRISON, MAHONEY & MILLER


Susan Finkel

ST:msh

cc: Julius Donenberg



FLORIDA DEPARTMENT OF STATE

Sandra H. Morham
Secretary of State

January 29, 1996

BUSAN TUKE
MORRISON, MAHONEY & MILLER
26800 NORTHWESTERN HWY #900
SOUTHFIELD, MI 48076

SUBJECT: IRM SERVICES, INC.
Ref. Number: W95000022457

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

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 \$7931.25.

If you have any questions concerning the filing of your document, please call (904) 487-6094.

Doug Dickinson
Document Specialist

Letter Number: 096A00003824



FLORIDA DEPARTMENT OF STATE
Sandra D. Morham
Secretary of State

November 14, 1995

SUSAN TUKEL
MORRISON, MAHONEY & MILLER
25800 NORTHWESTERN HWY #900
SOUTHFIELD, MI 48076

SUBJECT: IRM SERVICES, INC.
Ref. Number: W95000022467

We have received your document for IRM 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.

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 \$7931.25.

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

RESOLUTION OF BOARD OF DIRECTORS

I, the undersigned Clyde Barber, do hereby certify
that this Resolution of the Board of Directors of IRM Services, Inc.,
a corporation duly organized and existing under the laws of the State of Delaware,
was duly adopted on 11/28, 19 95.

Resolved, that IRM Services, Inc., organized
and existing in the State of Delaware, hereby adopts the
name Improved Risk Management Company for use in Florida.

Dated: 1/19/96

Clyde Barber
Signature of at least one director

FILED
SECRETARY STATE
DIVISION OF CORPORATIONS
95 MAR 11 AM 8:22

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
TO TRANSACT BUSINESS IN FLORIDA**

**IN COMPLIANCE WITH SECTION 607.1501, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE
STATE OF FLORIDA:**

1 IRM Services, Incorporated
(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 Delaware 3 56-1593821
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4 September 10, 1986 5 Perpetual
(Date of Incorporation) (Duration: Year (corp. will cease to exist or
"perpetual")

6 January 1, 1988
(Date firm transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 617.135, F.S.)

7 IRM Services, Incorporated
4401 Barclay Downs Drive, Charlotte, N. C. 28209
(Current mailing address)

8 Property Claims Adjusting and Loss Control
(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 Benjamin R. Yoho

Office Address: 12140 Blackheath Circle

Orlando, Florida, 32821-5741
(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.

Benjamin R. Yoho
(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)

Chairman

Address

Vice Chairman

Address

Director

Address

Director

Address

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

President

R. Bruce Jambour

Address

4401 Barclay Downs Drive

Charlotte, N.C. 28209-4604

Vice President Robert L. Robinson

Address

see above

Secretary

Clyde Barber

Address

see above

Treasurer

Clyde Barber

Address

see above

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

13

Clyde Barber

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

14

Secretary/Treasurer

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

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "IMM SERVICES, INC." 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 TWELFTH DAY OF OCTOBER, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

FILED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
95 MAR 11 AM 8:22



Edward J. Freel

Edward J. Freel, Secretary of State

ATTESTATION

DATE

2101679 8100

950219170

7672039

10-12-99