

F96000001642

TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section  
Division of Corporations

SUBJECT: Telenic, Inc.  
(Name of corporation - must include suffix)

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:

400001767204  
-04/02/96--01126--006  
\*\*\*1270.00 \*\*\*1270.00  
W96-5407

Donald J. Ellis  
(Name of Person)

Ellis, Funk, Goldberg & Labovitz, P.C.  
(Firm/Company)

One Securities Centre, Suite 400  
3490 Piedmont Road

(Address)

Atlanta, Georgia 30305  
(City/State/Zip)

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

95 APR -2 AM 7:49

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

Donald J. Ellis at ( 404 ) 233-2800  
(Name of Person) (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

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ELLIS, FUNK, GOLDBERG & LABOVITZ, P. C.

ATTORNEYS AT LAW  
ONE SECURITIES CENTRE  
SUITE 400

DONALD J. ELLIS  
DAVID I. FUNK  
ROBERT D. GOLDBERG (GA&BC)  
ALBERT L. LABOVITZ (GA&AL)  
ROBERT N. DORSON

3400 PIEDMONT ROAD  
ATLANTA, GEORGIA 30305  
404-233-2800

OF COUNSEL:  
RUBELL H. KASPER, P.C.  
CAROL A. PAULK  
FACSIMILE 404-233-2188

WILLIAM A. PERCY III (GA&LA)  
W. JEFFREY BROWN

March 27, 1996

Ms. Freta Lott  
Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

RE: Tolemac, Inc.  
Reference No.: W96000005407

Dear Ms. Lott:

Thank you for your correspondence of March 12, 1996. After talking with you, I conferred further with my clients and they have decided not to contest the assessment of the \$1,000 penalty in regard to failing to qualify to do business in 1995. It seems that none of the circumstances you indicated would apply with regard to waiving the penalty.

I am therefore enclosing a check issued by Tolemac, Inc. for \$1,270, which covers the following:

- (1) \$70 processing fee to go along with Application for Authority to Do Business;
- (2) \$1000 penalty and \$200 fee relating to 1995.

Please proceed to process the Application of our client and let me know if you need any additional information.

With best regards,

Sincerely yours,

  
Donald J. Ellis

DJE:lw  
Enclosure  
cc: Mr. Clifford McGehee (w/enclosures)  
k:\clients\ellis\tolemac\state.m27



**FLORIDA DEPARTMENT OF STATE**  
**Sandra B. Mortham**  
Secretary of State

March 12, 1996

**DONALD J. ELLIS**  
**ONE SECURITIES CENTRE, #400**  
**3490 PIEDMONT RD.**  
**ATLANTA, GA 30305**

**SUBJECT: TOLEMAC, INC.**  
**Ref. Number: W96000005407**

We have received your document for TOLEMAC, INC., however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$70.00.

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 \$1200.00.

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) 487-6093.

Freta Lott  
Corporate Specialist Supervisor

Letter Number: 996A00010959

**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. Tolmac, 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. Georgia

(State or country under the law of which it is incorporated)

3. 58-1245561

(FEI number, if applicable)

4. January 5, 1976

(Date of Incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. December 1, 1985

(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))

7. 11232-2 St. John's Industrial Boulevard

Jacksonville, FL 32246

(Current mailing address)

Paper and paper products distribution and other lawful purposes for profit

8. company, including ownership and management of real estate.

(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 **NOT** acceptable)

Name: Marilyn Elkins

Office Address: 1517 Seasons Point Ct.

Apopka

, Florida, 32712

(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.*

Marilyn Elkins  
(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: SEE ATTACHED FOR DIRECTORS

Address: \_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

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

President: Clifford G. McGehee, III

Address: 4070 Etcetera Lane

Cumming, Georgia 30131

Vice President: Marilyn M. Elkins

Address: 1517 Seasons Point Court

Apopka, FL 32712

Secretary: Sonya Bennett

Address: #A-11232-2 St. Johns Ind. Hwy

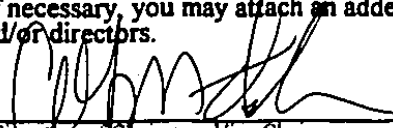
Jacksonville, FL 32246

Treasurer: Clifford G. McGehee, III

Address: 4070 Etcetera Lane

Cumming, Georgia 30131

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

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

14. Clifford G. McGehee, III  
(Typed or printed name and capacity of person signing application)

95 APR -2 AM 7 45  
SECRETARY OF BOARD  
TALLAHASSEE FLORIDA

Directors of Telemac, Inc.

Clifford G. McGehee, III  
4070 Etcotera Lane  
Cumming, Georgia 30131

Clara McGehee  
4070 Etcotera Lane  
Cumming, Georgia 30131

Dorothy B. McGehee  
6740 Epping Way-Forest Way  
Jacksonville, Florida 32217

Marilyn M. Elkins  
1517 Seasons Point Court  
Apopka, FL 32712

Warner N. Elkins  
1517 Seasons Point Court  
Apopka, FL 32712

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96 APR -2 AM 7:49  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**Secretary of State**  
**Business Information and Services**  
**Suite 315, West Tower**  
**2 Martin Luther King Jr. Dr.**  
**Atlanta, Georgia 30334-1530**

DOCKET NUMBER : 960450767  
CONTROL NUMBER : 8412903  
DATE INC/AUTH/FILED : 01/05/1976  
JURISDICTION : GEORGIA  
PRINT DATE : 02/14/1996  
FORM NUMBER : 211

EVA HOUSTON  
ELLIS FUNK GOLDBERG & LABOVITZ  
3490 PIEDMONT RD. STE 400  
ATLANTA GA 30305

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**CERTIFICATE OF EXISTENCE**

I, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

**TOLEMAC, INC.**  
**A DOMESTIC PROFIT CORPORATION**

was formed in the jurisdiction stated above or was authorized to transact business in Georgia on the above date. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation, or any other similar document with the office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up, or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.

*Lewis A. Massey*  
LEWIS A. MASSEY  
SECRETARY OF STATE

