

F96000001874

TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

600001722816
-02/23/96--01074--004
*****70.00 *****70.00

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

Dear Sir or Madam:

000001782610
-04/16/96--01108--018
***1500.00 ***1500.00

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:

W96-4167

Michael J. Boyles
(Name of Person)

Pro-Chem, Inc.
(Firm/Company)

Post Office Box 374
(Address)

Laurel, MS 39441-0000
(City/State/Zip)

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

Michael J. Boyles at (601) 649-0110
(Name of Person) (Area Code & Daytime Telephone Number)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 APR 16 AM 8:38

49
4/16

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

February 23, 1996

MICHAEL J. BOYLES
PRO-CHEM, INC.
POST OFFICE BOX 374
LAUREL, MS 39441

SUBJECT: PRO-CHEM, INC.
Ref. Number: W9600004167

We have received your document for PRO-CHEM, 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:

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 \$3600.00.

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) 487-6958.

Lee Rivers
Document Examiner

Letter Number: 796A00008057

*2/14 - per phone request, sent
photocopy of application +
this letter to address
above - also sent
statutes again.*



Man

Man
Sharon Blackwell
other money
will cost a
chance
100%

258 VICTORY ROAD • P.O. BOX 374 • LAUREL, MS 39441-0374

March 29, 1996

RECEIVED

APR 8 1996

DEPARTMENT OF STATE
OFFICE OF THE SECRETARY

Mr. Lee Rivers
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Authorization to Transact Business in Florida

Dear Lee,

I received your letter (#796A00008057) informing me of Florida's statutes regarding application to conduct business in Florida. I do not deny we were negligent in this respect but, it was due to ignorance and not malicious intent. I know it has been said that ignorance is no excuse but this time it is the plain and simple truth.

I do not wish to be totally excused but the penalties in our case I feel are very harsh since we did not intentionally attempt to defraud the State of Florida. These fines would place tremendous burden on my small company which is trying to maintain in a shrinking industry (Petroleum Exploration and Production). We have not transacted any business in the State of Florida in over eighteen months but we need to maintain the ability to do so and will abide by the judgements made in your office. Please take this as my humble request to review my case and allow us any mercy that can be given. My company is only three years old and we are growing slowly. With luck and hard work on our part we will survive.

I have enclosed a copy of our tax returns for the three years we have been in business. These are for your perusal and as proof we are a small company. Please review these and any help the Department of State can give us would be greatly appreciated.

Allow me to thank you for this opportunity to correspond with and your office. We stand ready to comply completely with your final verdict.

Respectfully,

Mike
Michael J. Boyles
President

NO
call and inform
of reduction to \$1500



Department of State
Memorandum Office of the General Counsel

TO: File

FROM: Marc W. Dunbar, Assistant General Counsel

DATE: April 15, 1996

RE: Pro Chem, 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

**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. PRO-CHEM, 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. Mississippi 3. 64-0825627
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. February 22, 1993 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. July 1993
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.153, F.S.))
7. Post Office Box 374
Laurel, MS 39441
(Current mailing address)
8. Business as oilfield service co., primarily selling oil well chemicals
(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: C T Corporation System
Office Address: c/o C T Corporation System
1200 South Pine Island Road
Plantation, Florida, 33324
(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.

M. S. Green

Asst Secy.

(Registered agent's signature)

M. S. Green

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.

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DIVISION OF CORPORATIONS
96 APR 16 AM 8:40
SECRETARY OF STATE

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: *Michael J. Boyles*

Address: 493 DEW MILLS ROAD WAYNESBORO, MS 39367

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: Michael J. Boyles

Address: 493 Dew Mills Road

Waynesboro, MS 39367

Vice President: Tommy E. Roberts

Address: 417 Jim Pitts Road

Waynesboro, MS 39367

Secretary: Cecil Boyles

Address: 244 Dew Mills Road

Waynesboro, MS 39367

Treasurer: Eugene S. Roberts

Address: 61 Earl Pitts Road, Waynesboro, MS 39367

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

13. *Michael J. Boyles*

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

14. Michael J. Boyles, President

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 APR 16 AM 8:40

STATE OF MISSISSIPPI

SECRETARY OF STATE'S OFFICE

ERIC CLARK
SECRETARY OF STATE
JACKSON, MISSISSIPPI

CERTIFICATE OF EXISTENCE/AUTHORITY

I, ERIC CLARK, Secretary of State of the State of Mississippi, and as such, the legal custodian of the corporate records, required by the laws of Mississippi, to be filed in my office, do hereby certify:

That on February 22, 1993 the state of Mississippi issued a Charter/Certificate of Authority to:

PRO-CHEM, INC.

That the state of incorporation is MISSISSIPPI.

That the period of duration is Perpetual.

That according to the records of this office, Articles of Dissolution or a Certificate of Withdrawal have not been filed.

That according to the records of this office, a current Annual REPORT HAS BEEN DELIVERED TO THE SECRETARY OF STATE'S OFFICE.

I further certify that all fees, taxes and penalties owed to this state, as reflected in the records of the Secretary of State, have been paid and that the corporation is in existence or has authority to transact business in Mississippi.



Given under my hand
and seal of office
February 06, 1996

Eric Clark

ERIC CLARK
Secretary of State

FILED
SECRETARY OF STATE'S OFFICE
DIVISION OF CORPORATIONS
96 APR 16 AM 8:40