

# F96000002621

## TRANSMITTAL LETTER

TO: QUALIFICATION/TAX LIEN SECTION  
DIVISION OF CORPORATIONS

400001796604  
-04/26/96--01034--003  
\*\*\*70.00 \*\*\*70.00

400001796604  
-06/06/96--01030--014  
\*\*\*1200.00 \*\*\*1200.00

SUBJECT: Stringer Marketing Group, 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:

Ralph E. Stringer  
(Name of Person)  
Stringer Marketing Group, Inc.  
(Firm/Company)  
1040 WESTON ROAD SUITE 305  
(Address)  
FT. LAUDERDALE, FLORIDA 33326  
(City, State and Zip Code)

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DIVISION OF CORPORATIONS

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

Ralph E. Stringer at (954) 384-0100  
(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 Sec.  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314



**Sandra B. Mortham**  
**Secretary of State**

Dear Sir or Madam:

This will acknowledge your recent request for the form and instructions to register a foreign profit corporation to transact business in Florida. The requirements are as follows:

1. Pursuant to section 607.1503(1), Florida Statutes, the attached application must be completed in its entirety.
2. The corporation must submit an original certificate of existence, no more than 90 days old, duly authenticated by the Secretary of State or the proper official having custody of corporate records in the state or country under the law of which it is incorporated. A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.
3. There is a \$70.00 registration fee.

A letter of acknowledgement will be issued free of charge upon registration. Please submit an additional \$8.75 if a certificate of status is needed. The fee for a certified copy is \$52.50. Please send one check for the total amount made payable to the Florida Department of State.

The transmittal letter included in this packet should be completed and submitted along with the certificate, application and check. Both the mailing address and courier address are noted in the transmittal letter.

Any further inquiries concerning this matter should be directed to the Qualification/Tax Lien Section by calling (904) 487-6091 or writing Qualification/Tax Lien Section, Division of Corporations, P. O. Box 6327, Tallahassee, FL 32314.

CR2E007 (12/94)



**FLORIDA DEPARTMENT OF STATE**

**Sandra B. Mortham**  
Secretary of State

April 29, 1996

**RALPH E. STRINGER**  
**STRINGER MARKETING GROUP, INC.**  
**1040 WESTON RD., STE. 305**  
**FT. LAUDERDALE, FL 33326**

**SUBJECT: STRINGER MARKETING GROUP, INC.**  
**Ref. Number: W96000009118**

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We have received your document for **STRINGER MARKETING GROUP, 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):

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

A certificate of existence, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

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) 487-6095.

Jennifer Sindt  
Document Examiner

Letter Number: 896A00020339

**BERGER & DAVIS, P.A.**  
ATTORNEYS AT LAW

CHRISTINE A. BUTLER

May 22, 1996

Office of the Secretary of State  
Florida Department of State  
P.O. Box 6327  
Tallahassee, FL 32314

Re: Stringer Marketing Group, Inc.  
Reference No. W96000009118  
Our File No. 3930.002

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Gentlemen:

The above-referenced Company has received a Notice by the Office of the Secretary of State, Florida Department of State (the "Secretary of State") dated April 29, 1996 (a copy of which is attached hereto for your reference as Exhibit B to the enclosed Affidavit described below), advising the Company of certain deficiencies in connection with the filing of its Application by Foreign Corporation for Authorization to Transact Business in Florida (the "Application") with the Secretary of State on March 5, 1996. In response to such Notice, please find enclosed the following documents submitted herewith on behalf of the Company to amend its Application and correct such noted deficiencies:

1. Affidavit executed by Ralph E. Stringer, President of Stringer Marketing Group, Inc. (the "Company") dated May 21, 1996, amending the date indicated in Item 6 of the Application that the corporation began transacting business or conducting its affairs in Florida pursuant to Section 607.1501 of the Florida Statutes, including the following Exhibits thereto:
  - Exhibit A - Copy of the Application;
  - Exhibit B - Notice from Secretary of State dated April 29, 1996;
  - Exhibit C - An original Certificate of Existence duly authenticated and dated May 8, 1996 from the State Corporation Commission of the Commonwealth of Virginia, in which state the Company is incorporated, pursuant to Item 11 of the Application.

Office of the Secretary of State  
May 22, 1996  
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2. The Application, as originally filed, signed by Ralph E. Stringer as of May 20, 1996.
3. The Company's check in the amount of \$1,200.00, as follows:

1995 Penalty (Florida Statutes Section 607.1502(4))	\$1,000.00
1995 Corporation Annual Fee	<u>200.00</u>
Total	\$1,200.00

Please accept for filing the Application, as amended, and provide the undersigned with an acknowledgement of filing. If you have any questions concerning the Application or any of the enclosed documents, please contact the undersigned at the telephone number indicated in the letterhead.

Thank you for your attention to this matter.

Very truly yours,

BERGER & DAVIS, P.A.



Christine A. Butler

CAB:jav  
Enclosures

cc: Ralph E. Stringer  
Leonard K. Samuels, Esq.

AFFIDAVIT OF RALPH E. STRINGER

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96 MAY 24 PM 1:52

STATE OF FLORIDA       )  
                          ) SS.  
COUNTY OF BROWARD    )

BEFORE ME, the undersigned authority, this day personally appeared Ralph E. Stringer, who, after being duly sworn, did depose and state as follows:

1. I am the President of Stringer Marketing Group, Inc., a Virginia corporation (the "Company"), which has qualified to do business in Florida as a foreign corporation, pursuant to an Application By Foreign Corporation for Authorization to Transact Business in Florida, a copy of which is attached hereto as Exhibit A (the "Application"), which was filed with the Office of the Secretary of State of the Department of State of the State of Florida (the "Secretary of State") on March 5, 1996.

2. I have personal knowledge of all of the facts set forth herein.

3. This Affidavit is being submitted to the Secretary of State in response to its notice dated April 29, 1996 to the Company, a copy of which notice is attached hereto as Exhibit B (the "Notice"), to amend certain erroneous information and deficiencies contained in the Application.

4. The Company was incorporated under the laws of the Commonwealth of Virginia on November 27, 1989. A Certificate of Existence dated May 8, 1996 executed by the State Corporation

Commission for the Commonwealth of Virginia is attached hereto as Exhibit C.

5. On March 5, 1996, the Company filed the Application with the Secretary of State. The Application contained certain erroneous information in Item 6 thereof with respect to the date the Company first began "transacting business" in Florida, as such term is defined in Section 607.1501 of the Florida Statutes. The Application erroneously indicates that the Company had first transacted business in Florida on November 1, 1994.

6. The November 1, 1994 date which was originally indicated in the Company's Application as the date the Company first transacted business in Florida was actually the date that the Company first opened a bank account. Pursuant to Florida Statute Section 607.1501(c), the sole activity of maintaining a bank account in Florida does not constitute "transacting business" within the meaning of Florida Statute Section 607.1501(1).

7. Based upon a review of the Company's records and activities in Florida, the actual date on which the Company first "transacted business" in Florida, as such term is defined pursuant to Florida Statute Section 607.1501, was March 1, 1995, on which date the Company first entered into a contract with a client in Florida. In October 1995, the Company set up its Florida offices and operations at 1040 Weston Road, Suite 305, Fort Lauderdale, Florida 33326, and hired personnel.



8. The Company did not transact any business or conduct any affairs in Florida between November 1, 1994 and February 28, 1995.

FURTHER AFFIANT SAYETH NAUGHT.

Ralph E. Stringer  
RALPH E. STRINGER

STATE OF FLORIDA       )  
                              ) SS:  
COUNTY OF BROWARD    )

The foregoing instrument was acknowledged before me this 21st day of May, 1996 by RALPH E. STRINGER, who is personally known to me or who has produced \_\_\_\_\_ as identification.

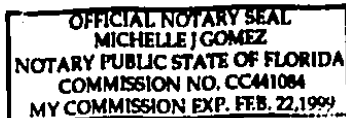
NOTARY PUBLIC

Sign: Michelle J. Gomez

Print: Michelle J. Gomez

My Commission Expires:

(SEAL)



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**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. Stringer Marketing Group, 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. Virginia 3. 541526207  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 11/27/89 5. perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. 11/1/94  
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.155, F.S.))
7. 1040 WESTON ROAD Suite 305  
FT. LAUDERDALE, FLORIDA 33326  
(Current mailing address)
8. Marketing + Promotions  
(Purposes) of corporation authorized in home state or country to be carried out in the state of Florida

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9. Name and street address of Florida registered agent:

Name: Ralph E. Stringer

Office Address: 1040 WESTON ROAD Suite 305

FT. LAUDERDALE, Florida, 33326  
(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.

Ralph E. Stringer  
(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: Ralph E. Stringer

Address: 2768 Meadowood Drive

Ft. Lauderdale, FL 33332

Vice President: \_\_\_\_\_

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

Secretary: Steve Athey

Address: 8341 A Greensboro Dr.

McLean, VA 22102

Treasurer: \_\_\_\_\_

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

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

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

14. Ralph E. Stringer / President  
(Typed or printed name and capacity of person signing application)

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# Commonwealth of Virginia



## State Corporation Commission

I Certify the Following from the Records of the Commission:

STRINGER MARKETING GROUP, INC. is a corporation existing under and by virtue of the laws of Virginia, and is in good standing.

The date of incorporation is November 27, 1989.

Nothing more is hereby certified.

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Signed and Sealed at Richmond

on this Date: May 08, 1996

*William J. Bridge*  
William J. Bridge, Clerk of the Commission