

F96000002995
TRANSMITTAL LETTER

TO: QUALIFICATION/REGISTRATION SECTION
DIVISION OF CORPORATIONS

SUBJECT: Pro Associates, Inc
(Name of corporation)

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:

G. Charles Wohlust
(Name of Person)
Dittmer, Wohlust & Wilkins, P.A.
(Firm/Company)
230 Lookout Place
(Address)
Maitland, FL 32751
(City, State and Zip Code)

96/14
96 JUN 14 PM 1:17
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DIVISION OF CORPORATIONS

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

Ralph W. Hanawalt at (717) 566 -6100
(Name of Person) Area Code & Daytime Telephone Number

COURIER ADDRESS:
Qualification/Registration Sec.
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Qualification/Registration Sec.
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

CORPORATION INFORMATION
SERVICES, INC.
1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9171
904-222-0191 FAX

800-342-8086

RECEIVED

94 MAY 17 AM 10:18

DIVISION OF CORPORATION



MAIL TO:
P.O. BOX 5828
TALLAHASSEE, FL 32314

ACCOUNT NO. : 072100000032

REFERENCE : 393653

AUTHORIZATION :

COST LIMIT : *

000001647800
-11/28/93--01125--002
88752A ***3961.25 ***3961.25

W94-11019

ORDER DATE : May 16, 1994

ORDER TIME : 9:16 AM

ORDER NO. : 393653

CUSTOMER NO: 88752A

CUSTOMER: Ms. Cindy Bradfield
Dittmer & Wohlust, P.A.
230 Lookout Place
Maitland, FL 32751

200001172852
-05/17/94--01048--020
*****35.00 *****35.00

200001172852
-05/17/94--01048--019
*****35.00 *****35.00

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FOREIGN FILINGS

NAME: PRO ASSOCIATES, INC.

XX PROFIT
 NON-PROFIT

XX CORPORATE
 LIMITED PARTNERSHIP

XX QUALIFICATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Charlotte Humbert



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

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SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
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May 17, 1994

CIS

SUBJECT: PRO ASSOCIATES, INC.
Ref. Number: W94000011019

We have received your document for PRO ASSOCIATES, 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 have submitted an application which does not meet the current requirements of the Florida Statutes. You may complete our current form or amend your application to include the required information.

Section 607.1502(4) or 617.1502(4), Florida Statutes, requires this office to collect a \$500 penalty fee 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 corporation qualified the year it began operations in this state. The amount due this office to cover both annual report and penalty fees is \$3731.25.

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.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6095.

Jennifer Sindt
Document Examiner

Letter Number: 994A00023521

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

August 25, 1994

CIS

SUBJECT: PRO ASSOCIATES, INC.
Ref. Number: W94000011019

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DIVISION OF CORPORATIONS
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This letter is in response to the application by foreign corporation for authorization to transact business in Florida that was previously submitted to this office for PRO ASSOCIATES, INC..

The referenced application states that the corporation has transacted business in the State of Florida since November 1, 1988. You were notified by letter dated May 17, 1994, that because of failure to obtain a certificate of authority prior to transacting business in the State of Florida, the corporation is liable for \$3731.25 in appropriate fees and penalties as set forth in Section 607.1502(4), Florida Statutes, (copy enclosed).

Until a response is received by this office concerning the prior notification, the application by foreign corporation for authorization to transact business in Florida will not be processed. If erroneous information was reflected on the previously submitted application, a sworn affidavit may be filed stating the correct date the corporation first transacted business in Florida, that the corporation did not transact business in Florida prior to the application filing year and that the information entered on such application is incorrect. Any such affidavit will be included with your original qualification documents.

Please provide your response to this letter within 30 days to avoid the necessity of further action.

If you have further questions concerning the filing of your document, please telephone the Foreign Qualification/Tax Lien Section at (904) 487-6091.

Jennifer Sindt
Document Examiner Letter No. 494A00038962

Enclosure



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

November 30, 1994

ROBERT D LILLEY
PRO ASSOCIATES INC
119 ASTER DR
HARRISBURG, PA 17112

SUBJECT: PRO ASSOCIATES, INC.
Ref. Number: W94000011019

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**CERTIFIED MAIL #Z 751 934 230
RETURN RECEIPT REQUESTED**

1101 25
404-1251

This letter constitutes notice that the Department of State (Department) intends to pursue all legal remedies provided in Sections 607.0130(3) and 607.1502(4), Florida Statutes, because of the failure of PRO ASSOCIATES, INC. to pay the appropriate penalties and fees incurred by the transacting of business as a foreign corporation in Florida without authority. I have enclosed a copy of Sections 607.0130(3), 607.1501 and 607.1502, Florida Statutes, for your review.

The application submitted by PRO ASSOCIATES, INC. for authority to transact business in Florida indicates that the corporation transacted business in Florida prior to qualifying. As a result, associated penalties and fees imposed by Section 607.1502(4), Florida Statutes, are due and owing the Department.

Penalties and fees in the amount of \$3731.25 are now due. To avoid further penalty, payment must be remitted within 15 days of receipt of this letter. Please make your check payable to the Department of State and forward it to this office.

In the event the date business was first transacted in Florida is incorrect or the activity falls under an enumerated exemption provided in Section 607.1501(2), Florida Statutes, please provide this office with an affidavit to that effect. If it is determined that the affidavit establishes either circumstance, all penalties and fees previously imposed will either be withdrawn or will be recalculated in accordance with the corrected information, and the application will be processed accordingly. If you have any questions regarding this matter, please telephone (904) 487-6091. I look forward to your response.

Sincerely,

Douglas D. Sunshine, Assistant General Counsel

Enclosures Letter No. 094A00051255

DITTMER, WOHLUST & WILKINS, P.A.

Attorneys at Law
230 LOOKOUT PLACE
MAITLAND, FLORIDA 32751

TERRANCE D. DITTMER
O. CHARLES WOHLUST
ROBERT C. WILKINS, JR.

POST OFFICE BOX 9418
MAITLAND, FLORIDA 32754-1660
TELEPHONE (407) 879-0800
FACSIMILE (407) 879-1995
SECRETARY OF CORPORATIONS
FILED STATE
NOV 19 11 11 AM '94

December 19, 1994

Will respond after 11/11/95

Douglas D. Sunshine
Assistant General Counsel
Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

*Penalty adjusted
to \$2661.25*

Re: Pro Associates, Inc.
Ref. Number W94000011019

Dear Mr. Sunshine:

I represent Pro Associates, Inc. with regard to helping them obtain authorization to transact business in Florida. My client is in receipt of your November 30, 1994 letter stating that a penalty of \$3,731.25 is now owing and needs to be paid promptly. The letter further states that the amount shown as owing was calculated based on the November, 1988 date indicated on their application.

It appears from discussions with my client and my client's accountant that the November, 1988 date was incorrect. This date should have been indicated as November, 1990. The accountant has advised my client that the corporation has paid income tax to the State of Florida since March 31, 1991. My client was under the impression that the accounting firm had taken care of obtaining authorization to transaction business in Florida back in 1990. Subsequently they have been filing tax returns and transacting business under the assumption that the authorization had been given. In checking with the accounting firm, there was a mix up when the company's controller walked off the job and did not notify anyone of the fact that he was leaving, or what had been done and not done. It wasn't until recently this year that it became known that one of the things the controller did not due was send in the application.

My client feels that they did not willing transact business in Florida without authorization and that it was an oversight. If you look at the fact that they have been filing Income Tax Returns every year, it is clear that they were not trying to get away with anything, but merely a miscommunication had occurred.

Douglas D. Sunshine
December 19, 1994
Page 2

We respectfully request that any penalties be waived in light of the facts of this case. Please contact me as soon as possible with your decision. If you should have any questions regarding this matter, or need any further information, please feel free to contact me.

Sincerely yours,



G. CHARLES WOHLUST

GCW/cagb



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

26 October 1995

Mr. G. Charles Wohlust
Dittmer, Wohlust & Wilkins, P.A.
230 Lookout Place
Maitland, Florida 32751

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Dear Mr. Wohlust:


Re: Request for Penalty Waiver

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 Pro Associates, Inc.

As of the date above, the total amount of penalties and fees owed by this corporation is \$3,731.25. 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 your client wishes to resolve this matter, please have them direct payment to my attention at the address below. If I have not received payment within thirty days, I will assume that your client is 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 904/414-5536.

Respectfully,


Marc W. Dunbar
Assistant General Counsel

MWD/sm

Enclosure

607.1502 Consequences of transacting business without authority.—

(1) A foreign corporation transacting business in this state without a certificate of authority may not maintain a proceeding in any court in this state until it obtains a certificate of authority.

(2) The successor to a foreign corporation that transacted business in this state without a certificate of authority and the assignee of a cause of action arising out of that business may not maintain a proceeding based on that cause of action in any court in this state until the foreign corporation or its successor obtains a certificate of authority.

(3) A court may stay a proceeding commenced by a foreign corporation or its successor or assignee until it determines whether the foreign corporation or its successor requires a certificate of authority. If it so determines, the court may further stay the proceeding until the foreign corporation or its successor obtains the certificate.

(4) A foreign corporation which transacts business in this state without authority to do so shall be liable to this state for the years or parts thereof during which it transacted business in this state without authority in an amount equal to all fees and taxes which would have been imposed by this act upon such corporation had it duly applied for and received authority to transact business in this state as required by this act. In addition to the payments thus prescribed, such corporation shall be liable for a civil penalty of not less than \$500 or more than \$1,000 for each year or part thereof during which it transacts business in this state without a certificate of authority. The Department of State may collect all penalties due under this subsection and may bring an action in circuit court to recover all penalties and fees due and owing the state.

(5) Notwithstanding subsections (1) and (2), the failure of a foreign corporation to obtain a certificate of authority does not impair the validity of any of its contracts, deeds, mortgages, security interests, or corporate acts or prevent it from defending any proceeding in this state.

History.—s. 137, ch. 89-154; s. 5, ch. 91-214

DITTMER, WOHLUST & WILKINS, P.A.

Attorneys at Law
230 LOOKOUT PLACE
MAITLAND, FLORIDA 32751

THOMAS H. DITTMER
G. CHARLES WOHLUST
ROBERT C. WILKINS, JR.

POST OFFICE BOX 94690
MAITLAND, FLORIDA 32791-1690
TELEPHONE (407) 539-0007
FACSIMILE (407) 539-1993

November 22, 1995

Florida Department of State
The Capital
Tallahassee, Florida 32399-0250

ATTENTION: Marc W. Dunbar, Esq.
Assistant General Counsel

IN RE: Pro Associates, Inc.
Ref. Number W94000011019

Dear Mr. Dunbar:

Enclosed is check #1646 in the amount of \$3,361.25 from Pro Associates, Inc. representing the penalty assessed to them.

If you have any questions or need anything further, please feel free to call me.

Sincerely yours,

G. Charles Wohlust
G. CHARLES WOHLUST

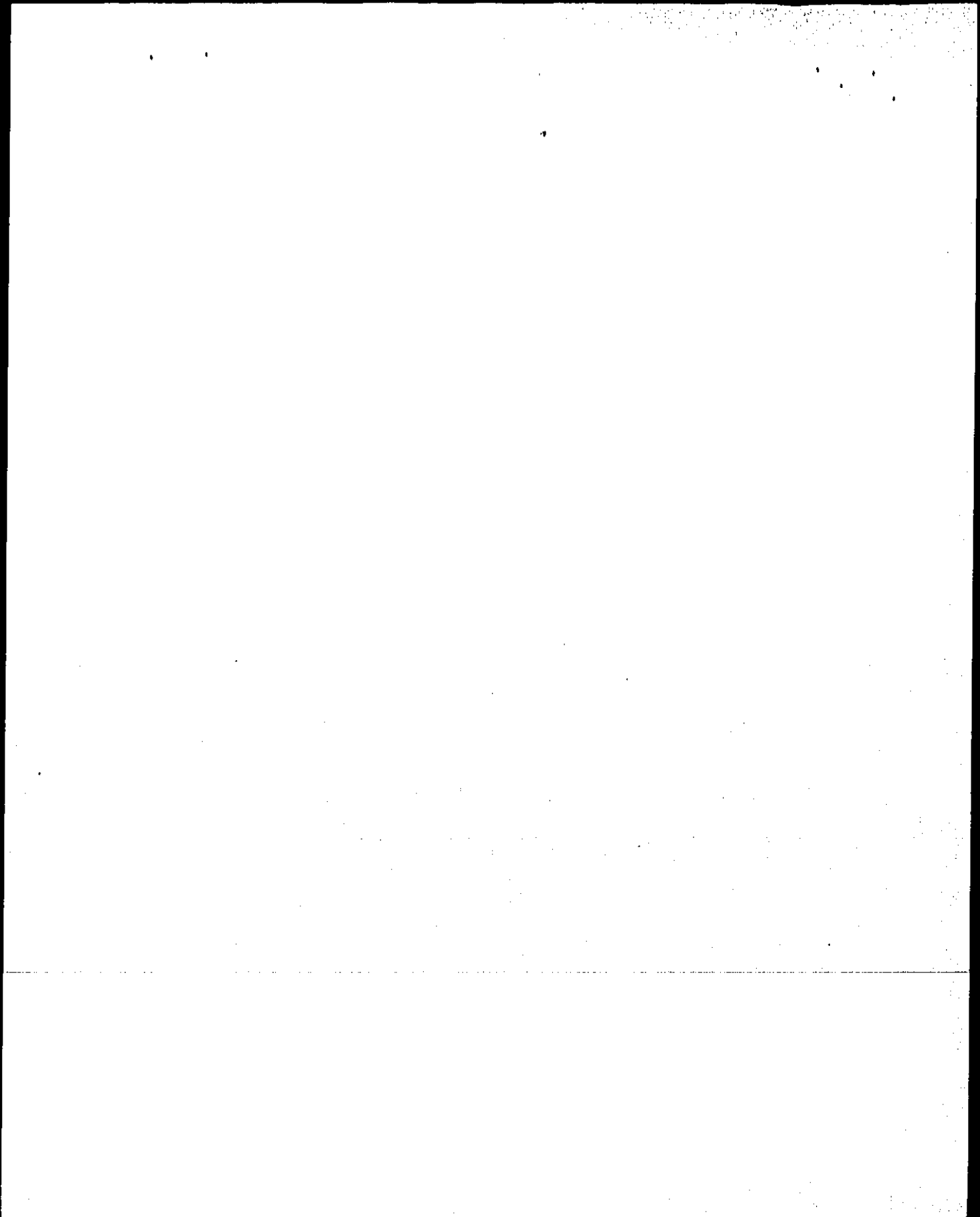
pgw
Enclosure
cc: Pro Associates, Inc.

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NOV 27 1995

Office of General Counsel
Department of State





Department of State
Memorandum Office of the General Counsel

TO: File

FROM: Marc W. Dunbar, Assistant General Counsel

DATE: November 27, 1995

RE: Pro Associates, Inc.

Based on the payment received from this corporation, it is my recommendation that this file be closed and this corporation be qualified. This corporation has paid all outstanding penalties and fees and now desires to be qualified to do business in this state.

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DIVISION OF CORPORATIONS
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MWD/mwd



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 28, 1995

G. CHARLES WOHLUST
DITTMER, WOHLUST & WILKINS, P.A.
P.O. BOX 941690
MAITLAND, FL 32794-1690

SUBJECT: PRO ASSOCIATES, INC.
Ref. Number: W94000011019

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DIVISION OF CORPORATIONS
95 JUN 14 PM 1:18

We have received your document for PRO ASSOCIATES, INC. and your check(s) totaling \$3361.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

As stated in our letter of May 17, 1994, the application that was submitted does not meet the requirements of the Florida Statutes. Please find enclosed a current application.

Because of the amount of time that has lapsed since the original application was received in our office, the certificate of existence for the corporation has expired. A current certificate must be submitted before the application can be filed.

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.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6095.

Jennifer Sindt
Document Examiner

Letter Number: 895A00052019

DITTMER, WOHLUST & WILKINS, P.A.

Attorneys at Law
230 LOOKOUT PLACE
MAITLAND, FLORIDA 32751

TERRANCE H. DITTMER
G. CHARLES WOHLUST
ROBERT C. WILKINS, JR.
-----of Counsel-----
RICHARD P. TRIMMEN
BRYAN D. AURIN

POST OFFICE BOX 94100
MAITLAND, FLORIDA 32794-1000
TELEPHONE (407) 530-0000
FACSIMILE (407) 530-1993

June 5, 1996

Jennifer Sindt
Qualification/Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Pro Associates

Dear Ms. Sindt:

Enclosed are the following:

1. Transmittal letter;
2. Application by Foreign Corporation for Authorization to Transact Business in Florida;
3. Certificate of Good Standing from the Commonwealth of Pennsylvania; and
4. Our check in the amount of \$70.00 to cover the cost of the filing fee and registered agent's fee. *(Already paid 5/17/94. Return check) GS*

If I can be of any further assistance, please feel free to call.

Very truly yours,


G. CHARLES WOHLUST

GCW:djm
Enclosures
cc: Ralph Hanawalt

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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. Pro Associates, 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. Pennsylvania 3. 25-1587282
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 10/18/88 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 11/90
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)

7. 8170 Adams Drive
Hummelstown, PA 17036
(Current mailing address)

8. Porter Service of Automobiles at Auto Shows
(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:

Name: G. Charles Wohlust

Office Address: 230 Lookout Place

Maitland, Florida, 32751
(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.

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12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: Robert D. Lilley

Address: 736 Pine Tree Road

Hummelstown, PA 17036

Vice Chairman: _____

Address: _____

Director: Bryan S. Lilley

Address: 736 Pine Tree Road

Hummelstown, PA 17036

Director: Ralph W. Hanawalt

Address: RR1 Box 2040

McAllisterville, PA 17049

B. OFFICERS

President: Robert D. Lilley

Address: 736 Pine Tree Road

Hummelstown, PA 17036

Vice President: Bryan S. Lilley

Address: 736 Pine Tree Road

Hummelstown, PA 17036

Secretary: Bryan S. Lilley

Address: 736 Pine Tree Road

Hummelstown, PA 17036

Treasurer: Ralph W. Hanawalt

Address: RR 1 Box 2040

McAllisterville, PA 17049

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

13. *Ralph W. Hanawalt*
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. RALPH W. HANAWALT TREAS.
(Typed or printed name and capacity of person signing application)

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COMMONWEALTH OF PENNSYLVANIA

DEPARTMENT OF STATE

MAY 16, 1996

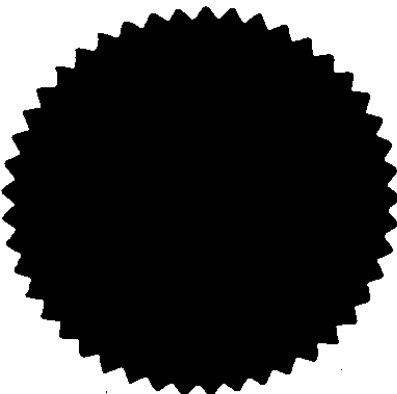
TO ALL WHOM THESE PRESENTS SHALL COME. GREETING:

I DO HEREBY CERTIFY THAT,

PRO ASSOCIATES, INC.

is duly incorporated under the laws of the Commonwealth of Pennsylvania and remains a subsisting corporation so far as the records of this office show, as of the date herein.

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DIVISION OF CORPORATIONS
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IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Seal of the Secretary's Office to be affixed, the day and year above written.

Secretary of the Commonwealth

SWAL