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TRANSMITTAL LETTER

TO: QUALIFICATION/TAX LIEN SECTION
DIVISION OF CORPORATIONS

200001340412
-09/05/96--01108--024
*****700.00 *****700.00

SUBJECT: American Fund Raising Co., Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam:

W95-139166

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:

Michael R. Stein, Esq.
(Name of Person)
McNally, Maloney & Peterson, S.C.
(Firm/Company)
2600 N. Mayfair Road, Suite 1080
(Address)
Milwaukee, WI 53226
(City, State and Zip Code)

300001534793
-07/11/95--01084--006
*****70.00 *****70.00

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

Michael R. Stein at (414) 257-3399
(Name of Person) Area Code & Daytime Telephone Number

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 AUG 30 PM 12:48
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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

MCNALLY, MALONEY & PETERSON, S.C.

ATTORNEYS AT LAW

MAYFAIR NORTH TOWER
2600 NORTH MAYFAIR ROAD
MILWAUKEE, WISCONSIN 53226

TELEPHONE
(414) 257-3399

FACSIMILE
(414) 257-3423

Michael R. Stein, Esq.

July 6, 1995

Qualification/Tax Lien Sec.
Division of Corporations
P.O. Box 6327
Tallahassee FL 32314

Re: American Fund Raising Co., Inc.

Dear Sir/Madam:

Enclosed please find the following:

1. Transmittal Letter.
2. Fully executed Application by Foreign Corporation for Authorization to Transact Business in Florida.
3. Certificate of Status from the State of Wisconsin.
4. Check made payable to the Florida Department of State in the amount of Seventy Dollars (\$70.00).

Please file the enclosed documents as appropriate and issue a letter of acknowledgement. If you have any questions or need any further information, please contact me.

Very truly yours,

MCNALLY, MALONEY & PETERSON, S.C.


Michael R. Stein

MRS:mlp
enclosures
cc: Gerald Averkamp, President
American Fund Raising Co., Inc.



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 12, 1995

MICHAEL R. STEIN, ESQ.
MCNALLY, MALONEY & PETERSON, S.C.
2600 N. MAYFAIR ROAD, SUITE 1080
MILWAUKEE, WI 53226

SUBJECT: AMERICAN FUND RAISING CO., INC.
Ref. Number: W95000013966

We have received your document for AMERICAN FUND RAISING CO., 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:

Section 607.1502(4), Florida Statutes, requires this office to collect a \$500 penalty fee for each year this entity transacted business in Florida prior to qualification and the appropriate charter tax and annual report fees that would have been due this office had the corporation qualified the year it began operations in this state. Please complete the enclosed form INHSE37 and contact this office for the charter tax due. The amount entitled this office in annual report fees and penalty fees is \$8561.25.

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 (904) 487-6958.

Lee Rivers
Document Examiner

Letter Number: 295A00033398



FLORIDA DEPARTMENT OF STATE
Sandra B. Morthum
Secretary of State

November 17, 1995

MICHAEL R. STEIN, ESQ.
MCNALLY, MALONEY & PETERSON, S.C.
2600 N. MAYFAIR ROAD, SUITE 1080
MILWAUKEE, WI 53226

SUBJECT: AMERICAN FUND RAISING CO., INC.
Ref. Number: W95000013966

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 AMERICAN FUND RAISING CO., INC..

The referenced application states that the corporation has transacted business in the State of Florida since January 1, 1980. You were notified by letter dated July 12, 1995, that because of failure to obtain a certificate of authority prior to transacting business in the State of Florida, the corporation is liable for \$8561.25 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.

Lee Rivers
Document Examiner Letter No. 395A00051072

Enclosure

MCNALLY, MALONEY & PETERSON, S.C.

ATTORNEYS AT LAW

MAYTAIN NORTH TOWER
2600 NORTH MAYTAIN ROAD
MILWAUKEE, WISCONSIN 53226

TELEPHONE
(414) 257-3399

FACSIMILE
(414) 257-3223

Michael R. Stein

December 19, 1995

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

Re: American Fund Raising Co., Inc.
Reference No. W95000013966

Dear Mr. Rivers:

Enclosed please find a signed and notarized Affidavit submitted by Gerald R. Averkamp, the president and sole director of American Fund Raising Co., Inc. Please include the enclosed Affidavit with the previously submitted Application for the Wisconsin Corporation American Fund Raising Co., Inc. to transact business in Florida.

Also enclosed for your reference is a copy of a letter I received from you dated November 17, 1995.

Please process the Application on behalf of this Corporation. If you have any questions or need any further information, please contact the undersigned. Thank you very much for your anticipated cooperation and attention to this matter.

Very truly yours,

MCNALLY, MALONEY & PETERSON, S.C.


Michael R. Stein

MRS/ble
Enclosure
cc: American Fund Raising Co., Inc.

AFFIDAVIT

STATE OF WISCONSIN)
) ss.
COUNTY OF MILWAUKEE)

Gerald R. Averkamp, being first duly sworn on oath, deposes and says:

1. That he is the president and sole director of American Fundraising Co., Inc., Wisconsin Corporation (the "Corporation").

2. That he previously executed an Application for Foreign Corporation for Authorization to Transact Business in Florida (the "Application") on behalf of the Corporation.

3. That there was erroneous information contained in response to Question 6 of the Application.


4. That the Application indicated that the Corporation first transacted business in Florida in 1985, but pursuant to the provisions of Florida Statute 607.1501(2)(f), the Corporation did not transact business in Florida until 1994.

5. That this Affidavit is made for purposes of correcting the Application and allowing the Corporation to obtain a Certificate of Authority from the Florida Department of State to transact business in Florida.

IN WITNESS WHEREOF, the undersigned has executed this Affidavit on the 18 day of ^{December}~~October~~, 1995.


GERALD R. AVERKAMP

Subscribed and sworn to before me
this 18th day of ^{December}~~October~~, 1995.


Notary Public, State of Wisconsin
My commission: 10. Permanent



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 2, 1996

MICHAEL R. STEIN, ESQ.
MCNALLY, MALONEY & PETERSON, S.C.
2600 N. MAYFAIR ROAD, SUITE 1080
MILWAUKEE, WI 53226

SUBJECT: AMERICAN FUND RAISING CO., INC.
Ref. Number: W95000013966

We have received your affidavit. Because the corporation began transacting business in 1994 without authority to do so, there are annual report and penalty fees due as explained below.

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 \$700.00.

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: 696A00000079



FLORIDA DEPARTMENT OF STATE
Sandra B. Morthum
Secretary of State

April 22, 1996

MICHAEL R. STEIN, ESQ.
MCNALLY, MALONEY & PETERSON, S.C.
2600 N. MAYFAIR ROAD, SUITE 1080
MILWAUKEE, WI 53226

SUBJECT: AMERICAN FUND RAISING CO., INC.
Ref. Number: W95000013966

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 AMERICAN FUND RAISING CO., INC..

The referenced application states that the corporation has transacted business in the State of Florida since January 1, 1994. You were notified by letter dated January 2, 1996, that because of failure to obtain a certificate of authority prior to transacting business in the State of Florida, the corporation is liable for \$700.00 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.

Lee Rivers
Document Examiner Letter No. 196A00018726

Enclosure

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FLORIDA DEPARTMENT OF STATE
Sandra B. Morthum
Secretary of State

August 12, 1996

GERALD R. AVERKAMP, PRESIDENT
AMERICAN FUND RAISING CO., INC.
11803 W. FAIRVIEW AVENUE
WEST ALLIS, WI 53226

SUBJECT: AMERICAN FUND RAISING CO., INC.
Ref. Number: W95000013966

CERTIFIED MAIL #P 348 066 886 RETURN RECEIPT REQUESTED

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 AMERICAN FUND RAISING CO., 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 AMERICAN FUND RAISING CO., 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 \$700.00 are now due. To avoid further penalty, payment must be remitted within 45 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,

Gerard T. York, Assistant General Counsel

Enclosures Letter No. 196A00038204

MCNALLY, MALONEY & PETERSON, S.C.

ATTORNEYS AT LAW

MAYFAIR NORTH TOWER
2600 NORTH MAYFAIR ROAD
MILWAUKEE, WISCONSIN 53226

TELEPHONE
(414) 257-3399

FACSIMILE
(414) 257-3223

Michael R. Stein, Esq.

August 20, 1996

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee FL 32314

Attention: Gerard T. York, Assistant General Counsel

Re: American Fund Raising Co., Inc.
Ref. Number W95000013966

Dear Mr. York:

Enclosed please find a check in the amount of Seven Hundred Dollars (\$700) which represents the total amount of fees and penalties due from the above-referenced corporation. It is our understanding, based on prior correspondence, that upon your receipt of the enclosed check, the above-referenced corporation will be authorized to transact business in the State of Florida as a foreign corporation and all fees and penalties relating to such authorization will have been paid in full. If our understanding is incorrect, please notify this office immediately.

Thank you very much for your attention to this matter. If you have any questions or need any further information, please feel free to contact our office.

Very truly yours,

MCNALLY, MALONEY & PETERSON, S.C.



Michael R. Stein

MRS:mlp
enclosures

cc: Gerald Averkamp, President
American Fund Raising Co., Inc.

**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. American Fund Raising Co., 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. Wisconsin 3. 39-1370601
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. December 22, 1980 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 1980
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)

7. 11803 W. Fairview Avenue
West Allis, WI 53226
(Current mailing address)

8. Sale of fund raising and party supplies
(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: Gerald R. Averkamp
Office Address: 607 Crestwood Road
Holmes Beach, , Florida , 34217
(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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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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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: Gerald R. Averkamp

Address: 11803 W. Fairview Avenue
West Allis, WI 53226

Director: _____

Address: _____

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

President: Gerald R. Averkamp

Address: 11803 W. Fairview Avenue
West Allis, WI 53226

Vice President: _____

Address: _____

Secretary: Karen J. Averkamp

Address: 11803 W. Fairview Avenue
West Allis, WI 53226

Treasurer: Karen J. Averkamp

Address: 11803 W. Fairview Avenue
West Allis, WI 53226

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

13. Gerald R. Averkamp Pres.
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Gerald R. Averkamp, President
(Typed or printed name and capacity of person signing application)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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United States of America
State of Wisconsin

OFFICE OF THE SECRETARY OF STATE

To All to Whom These Presents Shall Come, Greeting:

I, DOUGLAS LA FOLLETTE, Secretary of State of the State of Wisconsin, do hereby certify that

AMERICAN FUND RAISING CO., INC.

is a domestic corporation organized under the laws of this state and that its date of incorporation is DECEMBER 22, 1980.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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I further certify that said corporation has, during its most recently completed report year, filed with this office an annual report required by sec. 180.1622, 180.1921, or 181.651 of the Wisconsin Statutes, and that it has not filed articles of dissolution.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal, at Madison, on MAY 23, 1995.



Douglas La Follette

DOUGLAS LA FOLLETTE
Secretary of State

BY: *M. Stigie*

The above certificate contains the statements prescribed by the Wisconsin Business Corporation Law for a certificate of status. Under current law, the status of a corporation is not described in terms of "good" or "bad" standing.