

# F98000000973

ROBINSON, BRADSHAW & HINSON, P.A.

ATTORNEYS AT LAW

WRITER'S DIRECT DIAL  
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INTERNET GKEEL@RBH.COM

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SOUTH CAROLINA OFFICE  
THE GUARDIAN BUILDING  
ONE LAW PLACE - SUITE 600  
P.O. DRAWER 12070  
ROCK HILL, S.C. 29731  
TELEPHONE (803) 325-2900  
FAX (803) 325-2929

December 9, 1997

**VIA FEDERAL EXPRESS**

Florida Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

Re: Meyer-Greenson, P.A.

Dear Sir or Madam:

I am enclosing an Application by Foreign Corporation for Authorization to Transact Business in Florida, along with a certificate of existence from the North Carolina Secretary of State, to be filed with your office. Please file the enclosed originals and return a file-stamped copy of the Application, as well as a **certificate of status**, to our office in the enclosed envelope at your earliest convenience.

In addition, please find enclosed a check in the amount of \$70.00 to cover the costs associated with filing the Application, and a check in the amount of \$8.75 for the requested certificate of status.

If you should have any questions or concerns regarding anything herein, or if you should need additional funds, please do not hesitate to contact me. Thank you for your assistance with this matter.

Very truly yours,

*Grace Keel*

Grace H. Keel  
Legal Assistant

Enclosure(s)

cc: Mr. James E. Meyer

W47-27676  
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-12/10/97--01115--003  
\*\*\*\*\*70.00 \*\*\*\*\*70.00  
400002368874--6  
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\*\*\*\*\*8.75 \*\*\*\*\*8.75

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

December 11, 1997

GRACE H. KEEL  
ROBINSON, BRADSHAW & HINSON, P.A.  
101 N. TRYON ST., STE. 1900  
CHARLOTTE, NC 28246

SUBJECT: MEYER-GREESON, P.A.  
Ref. Number: W97000027676

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We have received your document for MEYER-GREESON, P.A. and your check(s) totaling \$78.75. However, the document has not been filed and is being retained in this office for the following:

Pursuant to section 607.1502(4), Florida Statutes, this office collects a civil penalty of \$1000 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 \$9386.25.

If you have any questions concerning the filing of your document, please call (850) 487-6095.

Jennifer Sindt  
Document Examiner

Letter Number: 897A00058333

# Meyer • Greeson

January 7, 1998

Ms. Jennifer Sindt  
Document Examiner  
Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

Re: Meyer • Greeson, P.A.  
Ref. number: W97000027676  
Letter number: 897A00058333

Dear Ms. Sindt:

We have your referenced letter to our attorney's office concerning our corporation's qualifications to transact business in Florida and the penalty proposed to be assessed to us for neglecting to register with the Department of State at an earlier date.

We would appreciate your forwarding this letter to the appropriate person(s) for consideration to reduce the penalty amount.

We are a small architectural and interior design firm specializing in custom residential and small commercial projects. The work in Florida has been performed over the years under my personal supervision and my Florida architectural license, which we assumed was permissible.

On our original document to you we listed the dates of business transacted in Florida as follows: 3/83-1/84; 11/88-5/90; 10/94- Present. We understand and appreciate that we were not penalized for time not listed on the document.

We would request that you consider a reduction in the penalty amount for the listed times for the following reasons:

1. The project in 1983 was a renovation to a house in Winter Park. We produced drawings for the project. However the majority of client contact and the construction administration was performed by a licensed interior designer in Winter Park who got us the job. Our fee for the work was less than \$10,000.00 and the drawings took less than 30 days to produce in our North Carolina office.

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Office of General Counsel  
Department of State

Ref. number: W97000027676  
Letter number: 897A00058333  
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2. The major project in the 11/88-5/90 time period was a house in Amelia Island designed for clients in Charlotte. All production work was done in Charlotte and our contract with them was in North Carolina.

3. The projects in the latest time period have been performed for various clients in the Orlando area. With the exception of one we did not have contracts on any of those projects. On the one with a signed contract we associated with another Charlotte firm to produce the drawings and their corporation is registered with your department.

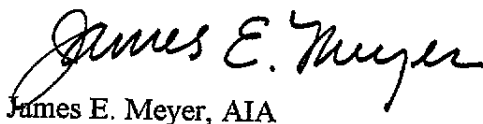
We have not and do not have an office or employees in Florida and all work comes from this one office in North Carolina.

However, as our business grew in Florida and we were made aware of the requirement to be authorized to do business as a corporation there, not just under my license, we immediately submitted the appropriate documents to your office.

We would very greatly appreciate any consideration you might give to reduce the penalty based on the above information. The amount of \$9,386.25 would create a financial hardship for us at this time.

Please do not hesitate to call me at (704)375-1001 if you have any questions or need any further information from us.

Sincerely,



James E. Meyer, AIA

JEM/lc

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FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State  
OFFICE OF THE GENERAL COUNSEL

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## FACSIMILE TRANSMITTAL

TO FAX NUMBER: (407)-740-7063

Please deliver the following pages to:

NAME: J. Lindsay Builder

COMPANY: Graham, Clark, et al.,

SENDER: Gerard T. York, Assistant General Counsel

DATE: February 9, 1998

TIME: 3:55 PM

NUMBER OF PAGES (including transmittal sheet): 3

FROM FAX: (850) 922-5763

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COMMENTS: I think it would be helpful to incorporate into the affidavit Mr. Meyer's explanation of the nature of the work that actually was done from 1983 to the present, as set forth in the attached January 7, 1998 letter to the Division of Corporations, because the activity clearly comes within a number of exceptions to section 607.1501, Florida Statutes. Otherwise, no problems. Thanks, Gerry

Please feel free to call me at (850) 414-5536 if there are questions.

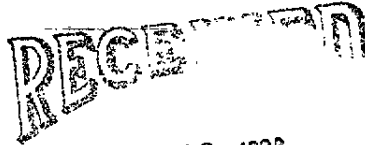
If there are any problems in receiving this transmission, please call (850) 414-5536.

LL-10 o The Capitol o Tallahassee, Florida 32399-0250

GRAHAM, CLARK, JONES, BUILDER, PRATT & MARKS  
ATTORNEYS AT LAW

369 NORTH NEW YORK AVENUE  
POST OFFICE DRAWER 1690  
WINTER PARK, FLORIDA 32790  
TELEPHONE (407) 647-4455  
TELECOPIER (407) 740-7063

J. LINDSAY BUILDER, JR.  
SCOTT D. CLARK  
DOUGLAS K. GARTENLAUB  
JESSE E. GRAHAM  
JESSE E. GRAHAM, JR.  
JESSICA K. HEW  
FREDERICK W. JONES  
JEFFREY L. KAPLAN  
HOWARD S. MARKS  
SAMUEL M. NELSON  
JAMES R. PRATT  
GEOFFREY D. WITHERS



FEB 19 1998

Office of General Counsel  
Department of State

Writer's Direct:  
647-7670

E-mail: lbuilder@grahamclark.com

February 17, 1998

Gerard T. York, Esq.  
Florida Department of State  
LL-10, The Capitol  
Tallahassee, FL 32399-0250

Re: James E. Meyer - Meyer-Greenson, P.A.

Dear Gerry:

With this cover letter I am forwarding to you the Affidavit executed by James E. Meyer in regard to the Application by Foreign Corporation for Authorization to Transact Business in Florida.

Please review the Affidavit and give me your comments. I appreciate your cooperation.

Very truly yours,

GRAHAM, CLARK, JONES, BUILDER, PRATT & MARKS

A handwritten signature in cursive script, appearing to read "J. Lindsay Builder, Jr.". The signature is written in dark ink and is positioned above the printed name.

J. Lindsay Builder, Jr.

JLBjr/vdm  
Enclosure  
Copy to:

Mr. James E. Meyer

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AFFIDAVIT

STATE OF NORTH CAROLINA  
COUNTY OF MECKLENBURG

BEFORE ME, a notary public duly authorized in the State and County aforesaid to administer oaths and take acknowledgments, this day personally appeared JAMES E. MEYER, who, by me being first duly sworn, stated that:

1. I am an architect licensed to provide architectural services in the State of North Carolina and in the State of Florida.

2. I obtained a license to provide architectural services from the State of Florida on July 5, 1984.

3. Since I obtained a license to provide architectural services in Florida, I have been involved with the following projects:

(a) Renovation of a house in Winter Park: I prepared drawings for the renovation of a house in Winter Park at the request of a personal friend who is a licensed interior designer. My involvement lasted less than 30 days.

(b) Design of a house in Amelia Island: These architectural services were contracted for in Charlotte with Charlotte residents. I provided all architectural services in Charlotte.

(c) Remodeling of office building in Winter Park: I provided basic architectural services for remodeling of a building in Winter Park. The architectural services provided involved primarily a remodeling of the exterior elevations.

(d) Design of office building in Winter Park: I provided basic architectural services to design a new building in Winter Park for the same client as in (c) above.

(e) Design of office building in Orlando: I was involved with the providing of architectural services for the design of an office building in Orlando in association with another Charlotte architectural firm that is registered in Florida.

Except for the project described in (e) above, all of the services provided were provided without a contractual relationship with the client.

4. My personal architectural seal has been affixed to all drawings on these projects.

5. I have never had an office in the State of Florida nor has Meyer-Greenson, P.A., the North Carolina professional association of which I am a member, had an office in Florida.

6. Meyer-Greenson, P.A., has never had employees in the State of Florida.
7. Because of the growth in the demand for my personal architectural services in Florida, my professional association has decided to file an application to be authorized to transact business in Florida to assist me with this increasing work load.
8. Once Meyer-Greenson, P.A., is authorized to transact business in Florida, it will obtain a license to provide architectural services in Florida and commence providing such services.
9. The Application by Foreign Corporation for Authorization to Transact Business in Florida filed by Meyer-Greenson, P.A., with the Qualification/Registration Section, Division of Corporations, contains an error in Paragraph 6 in that Meyer-Greenson, P.A., had not transacted business in the State of Florida as of the date of the Application.

FURTHER AFFIANT SAYETH NOT.

James E. Meyer  
James E. Meyer

STATE OF NORTH CAROLINA  
COUNTY OF MECKLENBURG

The foregoing instrument was acknowledged before me this 10<sup>th</sup> day of February, 1998, by James E. Meyer who is personally known to me and who did take an oath.

(NOTARY SEAL)

Glenda H. Greenson  
Notary Public  
Print name: GLEND A H. GREESON  
My Commission Expires: 12-29-99

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# *Department of State*

## *Memorandum Office of the General Counsel*

TO: File

FROM: Gerard York, Assistant General Counsel

DATE: February 19, 1998

RE: Meyer-Greenson, P.A.

Based on my review of the file and the affidavit received from the corporation, it is my recommendation that this file be closed. There is no basis for the assessment of annual report fees and statutory penalties because, as established in the Affidavit of James E. Meyer, the activity referred to in line 6 of the Application for Certificate of Authority was the activity of Meyer himself, not the P.A., and, further, the activity comes within the ambit of a number of exceptions to section 607.1501(1), Florida Statutes. Accordingly, it is recommended that line 6 of the application be treated as amended per Mr. Meyer's affidavit, and that the corporation be issued a certificate of authority.

/gty

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# APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACTION BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS  
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE  
STATE OF FLORIDA:

1. Meyer-Greenson, P.A.  
(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. North Carolina  
(State or country under the law of which it is incorporated)
3. 56-1250565  
(FEI number, if applicable)
4. 9/28/79  
(Date of Incorporation)
5. perpetual  
(Duration: Year corp. will cease to exist or "perpetual")
6. Dates Business Transacted: 3/83-1/84, 11/88-5/90, and 10/94 to Present  
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)
7. 320 S. Tryon Street, Suite 222  
Charlotte, NC 28202  
(Current mailing address)
8. Architectural and Design Firm  
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

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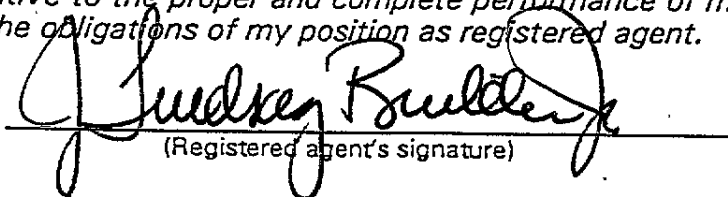
## 9. Name and street address of Florida registered agent:

Name: J. Lindsay Builder, Jr.  
Graham, Clark, Jones, Builder, Pratt and Marks  
Office Address: 369 N. New York Avenue

Winter Park, Florida, 32789  
(407) 647-4455 (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.

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

A. DIRECTORS

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

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

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

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

Director: Sammy W. Greeson

Address: 320 S. Tryon Street, Suite 222

Charlotte, NC 28202

Director: James E. Meyer

Address: 320 S. Tryon Street, Suite 222

Charlotte, NC 28202

B. OFFICERS

President: Sammy W. Greeson

Address: 320 S. Tryon Street, Suite 222

Charlotte, NC 28202

Vice President: James E. Meyer

Address: 320 S. Tryon Street, Suite 222

Charlotte, NC 28202

Secretary: James E. Meyer

Address: 320 S. Tryon Street, Suite 222

Charlotte, NC 28202

Treasurer: Sammy W. Greeson

Address: 320 S. Tryon Street, Suite 222

Charlotte, NC 28202

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

13.

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

14.

James E. Meyer, Vice President  
(Typed or printed name and capacity of person signing application)

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# STATE OF NORTH CAROLINA



Department of The  
Secretary of State

## CERTIFICATE OF EXISTENCE (PROFESSIONAL CORPORATION)

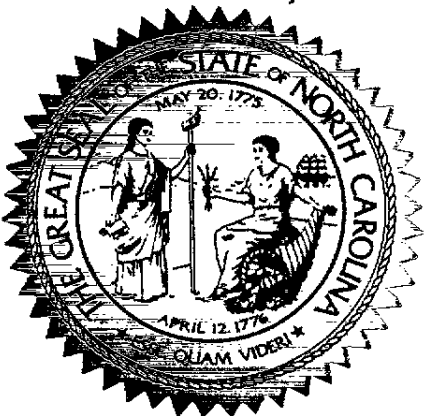
I, **ELAINE F. MARSHALL**, *Secretary of State of the State of North Carolina*, do hereby certify that

**MEYER-GREESON, P.A.**

*is a professional corporation duly incorporated under the laws of the State of North Carolina, having been incorporated on the 28th day of September, 1979, with its period of duration being perpetual.*

I **FURTHER** certify that the said corporation's articles of incorporation are not suspended for failure to comply with the Revenue Act of the State of North Carolina; that the said corporation is not administratively dissolved for failure to comply with the provisions of the North Carolina Business Corporation Act; that the said corporation's certificate of registration is not suspended or revoked by their licensing board; and that the said corporation has not filed articles of dissolution as of the date of this certificate.

**IN WITNESS WHEREOF**, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 14th day of November, 1997.



*Elaine F. Marshall*

Secretary of State

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