

# F98000001095

CORPORATION SYSTEM

December 26, 1997

ORDER No. 1105222

1635 Market Street  
Philadelphia, PA 19103  
Tel. 215 563 7397  
Fax 215 567 1302

**Secretary of State  
Corporate Records Bureau  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399**

700002430297--1  
-02/27/98--01073--028  
\*\*\*3000.00 \*\*\*3000.00

**Re: KS&M Corporation (NJ Dom.)**

700002430297--1  
-02/13/98--01068--001  
\*\*\*1165.00 \*\*\*1165.00

Dear Sir or Madam:

Pursuant to the instructions of counsel, we enclose for filing the documents identified below:

☐ Incorporation

☒ Qualification (\$70.00)

☐ Change of Agent

☐ Domestic

☐ Foreign

☐ Amendment

☐ Domestic

☐ Foreign

☐ Merger

☐ Domestic

☐ Foreign

☐ Dissolution

700002430297--1  
-02/02/98--01071--017  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

☐ Limited Partnership

☐ Domestic

☐ Foreign

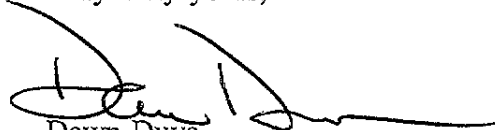
☐ Other

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
JAN 26 AM 11:05  
12/26

800002388448--1  
-01/02/98--01071--017  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Please forward the usual evidence of filing to my attention in the enclosed self addressed stamped envelope. If you have any questions, or if there are any problems with the filing, please call the undersigned at (800) 622-1428.

Very truly yours,

  
Dawn Duva  
Customer Specialist

dad/Encs.

Postmark 12/26/97

448-174  
P.562



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

January 5, 1998

DAWN DUVA  
CT CORPORATION SYSTEM  
1635 MARKET ST  
PHILADELPHIA, PA 19103

SUBJECT: KS&M CORPORATION  
Ref. Number: W98000000174

We have received your document for KS&M CORPORATION and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

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 \$7165.00.

Enclosed please find a copy of section 607.1501 or 617.1501, Florida Statutes, which lists those activities that do not constitute transacting business 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 in Florida prior to the year the application was submitted did not constitute transacting business pursuant to section 607.1501 or 617.1501, Florida Statutes.

If you have any questions concerning the filing of your document, please call (850) 487-6092.

Hart Collins  
Senior Corporate Section Administrator

Letter Number: 598A00000285



FOX, ROTHSCHILD, O'BRIEN & FRANKEL, LLP

ATTORNEYS AT LAW      FOUNDED 1907

• • •

2000 Market Street, Tenth Floor  
Philadelphia, PA 19103-3291  
(215) 299-2000 FAX (215) 299-2150

Owen A. Knopping  
Direct Dial (215) 299-2064  
Internet Address: oknopping@frof.com

February 12, 1998

**VIA FEDERAL EXPRESS**

Florida Department of State  
409 East Gaines St.  
Tallahassee, FL 32314

Attn: Mr. Hart Collins

Re:      KS&M Corporation  
         Ref. No. W98000000174

Dear Mr. Collins:

This refers to your letter dated January 5, 1998 to Ms. Dawn Duva of CT Corporation Bureau regarding the State's acknowledgment of the above-named corporation's Application by Foreign Corporation for Authorization to Transact Business in Florida. In response to your request for a corporate resolution by the corporation's Board of Directors adopting an alternative name for use in the State of Florida, I have enclosed the corporation's resolution dated February 6, 1998, which formally adopts the name Konica Service & Maintenance Corporation for use in Florida. The corporate resolution has been executed by the corporation's President.

Pursuant to our recent telephone conversation, I have enclosed the corporation's check made payable to "Florida Department of State" in the amount of \$1,165.00 which amount represents all outstanding license fees due by the corporation.

For the reasons to be stated, the corporation respectfully requests the State to waive the civil penalties fees of \$6,000.00. Having recently been advised of the legal requirement to file an Application with the Department of State, the corporation voluntarily filed the Application in issue. In view of the good faith voluntary filing of the Application in issue, the corporation respectfully requests the Department of State to waive the fines of \$6,000 in their entirety.



Please acknowledge receipt of this letter, the corporate resolution and the corporation's payment of the outstanding license fees by date-stamping and returning the additional enclosed copy of this letter.

Thank you.

Sincerely,

A handwritten signature in black ink, appearing to read "Owen A. Knopping", with a long, sweeping horizontal line extending to the right.

Owen A. Knopping

OAK:nab

Enclosures



FOX, ROTHSCHILD, O'BRIEN & FRANKEL, LLP

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Philadelphia, PA 19103-3291  
(215) 299-2000 FAX (215) 299-2150

Owen A. Knopping  
Direct Dial (215) 299-2064  
Internet Address: oknopping@frof.com

February 19, 1998

**VIA CERTIFIED MAIL- RETURN RECEIPT REQUESTED**

Gerard T. York, Esquire  
Office of General Counsel  
LL-10  
The Capitol  
Tallahassee, FL 32399-0250

Re: Konica Service & Management Corporation

Dear Mr. York:

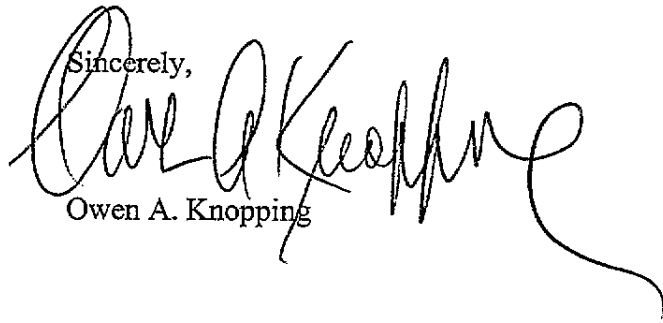
This refers to your communication dated February 16, 1998, in which you offered to settle the issue of foreign non-qualified penalties due by the above named corporation for the sum of \$3,000 (which amount relates to the penalties due from calendar year 1991 assessed at the statutory minimum of \$500 per year).

Pursuant to the States' offer to settle, as outlined above, enclosed is the corporation's check made payable to the State of Florida in the amount of \$3,000 in full satisfaction of all penalties assessed.

Please acknowledge receipt of this letter and the State's agreement to accept the enclosed check in the amount of \$3,000 in full satisfaction of outstanding penalties, by date-stamping and returning the additional enclosed copy of this letter.

Thank you.

Sincerely,



Owen A. Knopping

OAK:nab

Enclosure

RECEIVED

FEB 25 1998

Office of General Counsel  
Department of State

FILED  
98 FEB 24 PM 1:04  
SECRETARY OF STATE



# *Department of State*

## *Memorandum Office of the General Counsel*

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TO: File

FROM: Gerard York, Assistant General Counsel

DATE: February 25, 1998

RE: Konica Service & Management Corporation

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Based on my review of the file and the payments received from the corporation, it is my recommendation that this file be closed. Corporation has paid outstanding report fees from 1991 of \$1165.00 and foreign non-qualified penalties of \$ 3000.00 assessed at the statutory minimum of \$500.00 per year. Corporation wishes to be qualified to do business in the State of Florida. Accordingly, it is recommended corporation be issued a certificate of authority.

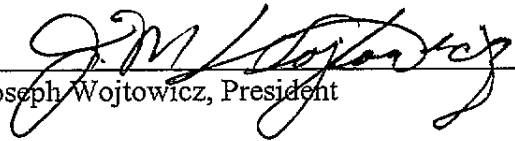
/gty

## RESOLUTION OF BOARD OF DIRECTORS

I, the undersigned JOSEPH WOJTOWICZ, do hereby certify that this Resolution of the Board of Directors of KS&M Corporation, a corporation duly organized and existing under the laws of the State of New Jersey, was duly adopted on January 9, 1998. Be it resolved, that KS&M Corporation, organized and existing in the State of New Jersey, hereby adopts the name Konica Service & Maintenance Corporation for use in Florida.

Dated: February 6, 1998

KS&M CORPORATION

By:   
Joseph Wojtowicz, President

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 FEB 26 AM 11:05



**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION  
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. KS&M Corporation  
(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. New Jersey 3. \_\_\_\_\_  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 12/14/90 5. perpetual  
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. 7/91  
(Date first transacted business in Florida. (See sections 607.1501, 607.1502 and 817.155, F.S.))
7. 411 Newark Pompton Turnpike  
Wayne, NJ 07470  
(Current mailing address)
8. Repair and maintenance of x-ray machines and medical parts sales  
(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: 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 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.*

  
C T CORPORATION SYSTEM  
(Registered agent's signature) (Officer)

Domenic A. Borriello, Assistant Secretary  
(Type Name and Title of Officer)

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 FEB 26 AM 11:05

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: Joe Wojtowicz

Address: 411 Newark Pompton Turnpike

Wayne, NJ 07470

Vice Chairman: Ken Nozaki

Address: 411 Newark Pompton Turnpike

Wayne, NJ 07470

Director: Jerry Leibowitz

Address: 411 Newark Pompton Turnpike

Wayne, NJ 07470

Director: William A. Whiteside, Jr.

Address: 2000 Market St., 10th Floor

Philadelphia, PA 19103

B. OFFICERS

President: Joe Wojtowicz

Address: 411 Newark Pompton Turnpike

Wayne, NJ 07470

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

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

Secretary: Jerry Leibowitz

Address: 411 Newark Pompton Turnpike


Wayne, NJ 07470

Treasurer: Ken Nozaki

Address: 411 Newark Pompton Turnpike

Wayne, NJ 07470

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

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

14. JERRY LEIBOWITZ SECRETARY  
(Typed or printed name and capacity of person signing application)

STATE OF NEW JERSEY  
DEPARTMENT OF STATE  
SHORT FORM STANDING

KS&M CORPORATION

*I, the Secretary of State of the State of New Jersey, do hereby certify that the above-named New Jersey Domestic Profit Corporation was registered by this office on December 14, 1990.*

*As of the date of this certificate, said business continues as an active business in good standing in the State of New Jersey, and its Annual Reports are current.*

*I further certify that the registered agent and registered office are:*

Joe Wojtowicz  
411 Newark Pompton Turnpike  
Wayne, NJ 07470

*Continued on next page . . .*

98 FEB 26 AM 11:05

STATE OF NEW JERSEY  
DEPARTMENT OF STATE  
SHORT FORM STANDING

KS&M CORPORATION



IN TESTIMONY WHEREOF, I have  
hereunto set my hand and  
affixed my Official Seal  
at Trenton, this  
23rd day of December, 1997

*Lonna R. Hooks*

LONNA R HOOKS  
Secretary of State

98 FEB 26 AM 11:05