

Document Number Only

F98000004221

C T CORPORATION SYSTEM

660 East Jefferson Street

Requestor's Name

Tallahassee, Florida 32301

Address

(850) 222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

000002520620--2

-07/24/98--01015--001

****650.00 ****650.00

000002520620--2

-05/12/98--01074--009

*****70.00 *****70.00

WYS-10704

Environmental Solutions, Inc.

☒ Profit

☐ NonProfit

☐ Limited Liability Company

☒ Foreign

☐ Amendment

☐ Dissolution/Withdrawal

☐ Merger

☐ Mark

☐ Limited Partnership

☐ Reinstatement

☐ Limited Liability Partnership

☐ Certified Copy

☐ Annual Report

☐ Fict. Filing

☐ Photo Copies

☐ Other

☐ Change of R.A.

☐ UCC-1

☐ CUS

☐ Call When Ready

☒ Walk In

☐ Mail Out

☐ Call if Problem

☐ Will Wait

☐ After 4:30

☒ Pick Up

Name

Availability

Document
Examiner

Updater

Verifier

Acknowledgment

W.P. Verifier

MAY 12 1998

**Please Return Extra Copy(s)
Filed Stamp**

Thanks, Melanie ☺

CR2E031 (1-89)



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

May 12, 1998

CT CORPORATION SYSTEM

SUBJECT: ENVIRONMENTAL SOLUTIONS, INC.
Ref. Number: W98000010766

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL 24 AM 8:40

We have received your document for ENVIRONMENTAL SOLUTIONS, 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:

Based upon information provided by the Florida Department of Revenue, pursuant to section 213.053(14), Florida Statutes, it appears that ENVIRONMENTAL SOLUTIONS, INC. has transacted business in Florida prior to submitting an "Application for Authority to Transact Business in Florida". Please contact this office concerning the date first transacted business in Florida.

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 \$7115.00.

If it is determined that the corporation's previous activities in Florida that warranted compliance with Florida's revenue laws did not constitute the transaction of business within the meaning of s. 607.1501, F.S., please provide a sworn affidavit to that effect.

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

Jennifer Sindt
Document Examiner

Letter Number: 698A00026244

RECEIVED

JUN 26 1998

Office of General Counsel
Department of State

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL 24 PM 8:40

June 15, 1998

Jennifer Sindt
Document Examiner
Florida Dept. of State
Division of Corporations

Dear Ms. Sindt,

I have received and reviewed the Florida Statutes that I requested. As we discussed by phone Environmental Solutions, Inc. would like to appeal and have your office review our "Application for Authority to Transact Business in Florida".

You indicated in our discussion, that Environmental Solutions, Inc. had filed Florida Tax returns since 1992. Our Accountant's records show that we first filed a tax return for our Fiscal year 7/1/93 - 6/30/94.

Also, E.S.I. is a Georgia corporation, not a Florida corporation as was indicated on our tax returns in error.

In addition and most importantly, the work that was performed in the years in question was in the nature of a project. The business transacted did not last 30 days and in most cases it did not last for more than a week or two. This business was a isolated project and was not likely to be repeated.

Environmental Solutions Inc. thinks the activity transacted in Florida falls under F.S. 607.1501, subsection 2 (j) and therefore does not constitute transacting business as stated in subsection (1).

Please consider this information and continue to process our "Application for Authority to Transact Business in Florida" submitted by CT Corporation System.

If you have further question on this matter, please contact me at : HC 61, Box 23, Steinhatchee, FL 32359. Or 352-498-6087.

Sincerely,



Mark Schumaker
Secretary
Environmental Solutions Inc.



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

F A C S I M I L E T R A N S M I T T A L

TO FAX NUMBER:404-841-3221

Please deliver the following pages to:

NAME:Chuck Carter, Esq.,

COMPANY: Representing Environmental Solutions, Inc.

CITY/STATE:Woodstock, Georgia

SENDER: Gerard T. York, Esq.,
 Assistant General Counsel

DATE/TIME: 07/13/98 11:47 AM

NUMBER OF PAGES (including transmittal sheet):2

FROM FAX: 850/922-5763 (Suncom 292-5763)

COMMENTS: This is to confirm our conversation of this date wherein we have discussed the issue of foreign non-qualified penalties and annual report fees due from Environmental Solutions, Inc.,

Information from the Florida Department of Revenue suggests Environmental has transacted business in Florida since 1992. If this is correct, to avoid litigation, we would offer to settle this matter for the sum of \$4115, reflecting annual report fees from 1992 in the amount of \$1115, and penalties under section 607.1502(4), Florida Statutes for the same period of \$3000 assessed at the statutory minimum of \$500 per year.

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SECRETARY OF STATE
DIVISION OF GENERAL COUNSEL
98 JUL 24 AM 8:40

Alternatively, if the information is in error and Environmental has only transacted business in Florida since 1997, I would need a sworn affidavit from an officer of Environmental Solutions, Inc., indicating under penalty of perjury that the affidavit was submitted in error and facts supporting the conclusion the entity only transacted business in Florida from 1997. Then the amount due would be \$650, reflecting annual report fees from 1997 of \$150 and penalties of \$500.

Upon receipt of a check in either amount payable to the Department of State, Division of Corporations, I will instruct the Division of Corporations to issue Environmental Solutions, Inc, a Certificate of Authority to transact business in Florida. Please mail the check to this attorney at: Office of General Counsel, LL-10, The Capitol, Tallahassee, Florida 32399-0250.

Please do not hesitate to contact me should you have any questions.

If there are any problems in receiving this transmission, call Sherry at 850/414-5536 or Suncom 994-5536.

LL-10 • THE CAPITOL • TALLAHASSEE, FLORIDA 32399-0250

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL 24 AM 8:40

July 20, 1998

Gerard T. York
Assistant General Counsel
Office of General Counsel
Tallahassee, Florida

FILED
SECRETARY OF STATE
DIVISION OF COMPTROLLER
98 JUL 24 AM 8:40

Dear Mr. York,

Enclosed, please find the Affidavit in connection with our Application for Authority to Transact Business in Florida, and our check for \$650.00.

Accordingly, please issue a Certificate of Authority to Transact Business in Florida for Environmental Solutions, Inc., and mail the Certificate to:

Mr. Chuck Carter P.A.
Chorey, Taylor & Feil
The Lenox Building, Suite 1700
3399 Peachtree Rd., N.E.
Atlanta, Ga. 30326-1148

Please call if we can be of further assistance.

Sincerely,



Mark Schumaker
Environmental Solutions, Inc.

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JUL 22 1998

Office of General Counsel
Department of State

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL 24 AM 8:40

AFFIDAVIT

STATE OF FLORIDA

COUNTY OF DIXIE

Personally appeared before the undersigned officer duly authorized to administer oaths in the State and County aforesaid, **PATRICK A. PARKER**, who, after first being duly sworn, states on oath and deposes as follows:

1.

My name is Patrick A. Parker. I am of the age of majority and I suffer no disability which would disqualify me from testifying under oath. I make this Affidavit based upon my own personal knowledge in support of the Application to Transact Business in the State of Florida submitted by and on behalf of Environmental Solutions, Inc. and for all other purposes allowed by law.

2.

I am the President of Environmental Solutions, Inc., a Georgia corporation (the "Corporation") and have functioned in such capacity since the Corporation's inception.

3.

For the Corporation's fiscal years of 1992-1996, I hereby state that any business transactions or any other activity that the Corporation conducted in the State of Florida during that time period was of an isolated, short-term nature lasting less than thirty (30) days; were transactions of limited scope; and were not ones in the course of repeated transactions of a like nature. During this time period, the Corporation would perform isolated environmental remediation projects in Florida on an as-needed basis. The projects would be of a very limited scope, and there was never an expectation that this work would be repeated for a particular customer.

4.

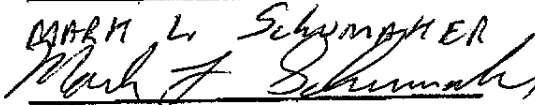
The Corporation moved its operations and principal place of business into Florida in August of 1997. The Corporation has been operating substantially in the State of Florida since that time.

FURTHER, AFFIANT SAYETH NAUGHT.


PATRICK A. PARKER

SWORN TO AND SUBSCRIBED

before me, this 17 day of
July, 1998.


Notary Public

My Commission Expires:



MARK LANE SCHUMAKER
COMMISSION # CC 674062
EXPIRES AUG 21, 2001
BONDED THRU
ATLANTIC BONDING CO., INC.

[NOTARY SEAL]

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL 24 AM 8:40



Department of State

Memorandum Office of the General Counsel

TO: File

FROM: Gerard York, Assistant General Counsel

DATE: July 23, 1998

RE: Environmental Solutions, Inc.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL 24 AM 8:40

Based on my review of the file and the affidavit and payment received from the corporation, it is my recommendation that this file be closed and that corporation be issued a certificate of authority. Affidavit indicates corporation has transacted business in Florida since 1997, and that activity before this date falls within statutory exceptions set forth in section 607.1501, Florida Statutes. Corporation has paid annual report fees from 1997 of \$150 and foreign nonqualified penalties for the same period of \$500 assessed at the statutory minimum of \$500 per year. Accordingly, it is recommended that this file be closed.

/gty

**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. Environmental Solutions, 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. Georgia

(State or country under the law of which it is incorporated)

3. 58-1664623

(FEI number, if applicable)

4. January 15, 1987

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification

(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.156, F.S.))

7. 4970 Magnolia Avenue, Mulberry, Florida 33860

(Current mailing address)

8. Environmental remediation

(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 obligation of my position as registered agent.

C T Corporation System

Mary R. Adams

(Registered agent's signature) (Officer)

Mary R. Adams, Assistant Secretary

(Type Name and Title of Officer)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL 24 AM 8:40

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: Patrick A. Parker

Address: 4970 Magnolia Avenue

Mulberry, Florida 33860

Director: _____

Address: _____

B. OFFICERS

President: Patrick A. Parker

Address: 4970 Magnolia Avenue

Mulberry, Florida 33860

Vice President: _____

Address: _____

Secretary: Mark L. Schumaker

Address: 4970 Magnolia Avenue

Mulberry, Florida 33860

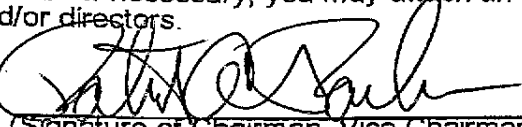
Treasurer: Patrick A. Parker

Address: 4970 Magnolia Avenue

Mulberry, Florida 33860

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. Patrick A. Parker, President

(Typed or printed name and capacity of person signing application)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATE AND
INDUSTRIAL AFFAIRS

98 JUL 24 AM 8:40

**Secretary of State
Corporations Division
Suite 315, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1530**

DOCKET NUMBER : 980640562
CONTROL NUMBER : 8704877
DATE INC/AUTH/FILED: 01/15/1987
JURISDICTION : GEORGIA
PRINT DATE : 03/05/1998
FORM NUMBER : 211

DENNIS DAISEY/CHOREY, TAYLOR & FEIL
THE LENOX BUILDING, SUITE 1700
3399 PEACHTREE ROAD, N.E.
ATLANTA, GA 303261148

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL 24 AM 8:40

CERTIFICATE OF EXISTENCE

I, Lewis A. Massey, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

**ENVIRONMENTAL SOLUTIONS, INC.
A DOMESTIC PROFIT CORPORATION**

was formed in the jurisdiction stated above or was authorized to transact business in Georgia on the above date. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation or any other similar document with the office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.



Lewis A. Massey

Lewis A. Massey
Secretary of State