

F98000004640

TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

200002610652-4
-08/07/98-01059-007
***122.50 ***122.50

SUBJECT: Independent Purchasing Cooperative, Inc.
(Name of corporation - must include suffix)

200002610652
~~200002615563~~
-08/13/98-01059-001
***2315.00 ***2315.00

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:

W98-18001
P 625

Mark R. Richards
(Name of Person)

Independent Purchasing Cooperative, Inc.
(Firm/Company)

9200 S. Dadeland Blvd # 705
(Address)

Miami FL 33156
(City/State/Zip)

added line
8 per phone
call

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

Mark R. Richards at (305) 670 0041
(Name of Person) (Area Code & Daytime Telephone Number)

W 8/14

COURIER ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St
Tallahassee, FL 32399

MAILING ADDRESS:

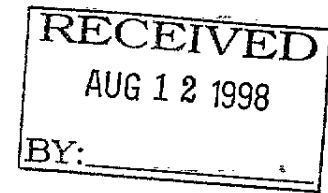
Qualification/Tax Lien Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
98 AUG 14 AM 9:26

FILED



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State



August 7, 1998

MARK R. RICHARDS
INDEPENDENT PURCHASING COOPERATIVE, INC.
9200 S. DADELAND BLVD. #705
MIAMI, FL 33156

SUBJECT: INDEPENDENT PURCHASING COOPERATIVE, INC.
Ref. Number: W98000018001

We have received your document for INDEPENDENT PURCHASING COOPERATIVE, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name listed in number one of the application must be identical to the name listed in the certificate of existence.

A brief description of the entity's nature of business must be included in the document.

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 \$2,315.00.

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.

Please note that we are returning the certified copy you submitted, as it is not necessary for filing.

If you have any questions concerning the filing of your document, please call (850) 487-6958.

Lee Rivers

Document Specialist

Letter Number: 198A00041365



August 12, 1998

Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

Dear Sir or Madam:

Enclosed you will find a check in the amount of \$2,315.00, to cover both annual report and penalty fees.

I have also included a Fed Ex air bill, so that we may receive any information in return via Fed Ex

Should you need to contact IPC you can do so at (305) 670-0041 Ext. 21

Sincerely,


Loida De Leon - Fernandez
Administrative Assistant

**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. Independent Purchasing Cooperative, 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. Delaware 3. 65-0701885
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 9/3/96 5. perpetual
(Date of Incorporation) (Duration Year corp. will cease to exist or "perpetual")
6. 9/3/96
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. 9200 S. Dadeland Blvd #705
Miami, FL 33156
(Current mailing address)
8. to operate as a purchasing cooperative
(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: (P.O. Box or Mail Drop Box NOT acceptable)**
Name: Mark R. Richards
Office Address: 9200 S. Dadeland Blvd #705
Miami, Florida, 33156
(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.
Mark R. Richards
(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.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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FILED

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: Sandy Maple
Address: 1936 S. Memorial Dr.
New Castle, IN 47362

Vice Chairman: Larry Baker
Address: 31 Gregory Rd
Ajax, Ontario L1S 3B2

Director: Hara Frankel
Address: 2100 NE 211 Terr
N Miami Bch, FL 33179

Director: Jan Risi
Address: 9200 S. Dadeland Blvd #705
Miami FL 33156

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

President: Jan Risi
Address: 9200 S. Dadeland Blvd #705
Miami FL 33156

Vice President: Roger Trombino
Address: 9200 S. Dadeland Blvd #705
Miami FL 33156

~~Vice President:~~ Dennis Clabby
Address: 9200 S. Dadeland Blvd #705
Miami FL 33156

Treasurer: _____
Address: _____

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

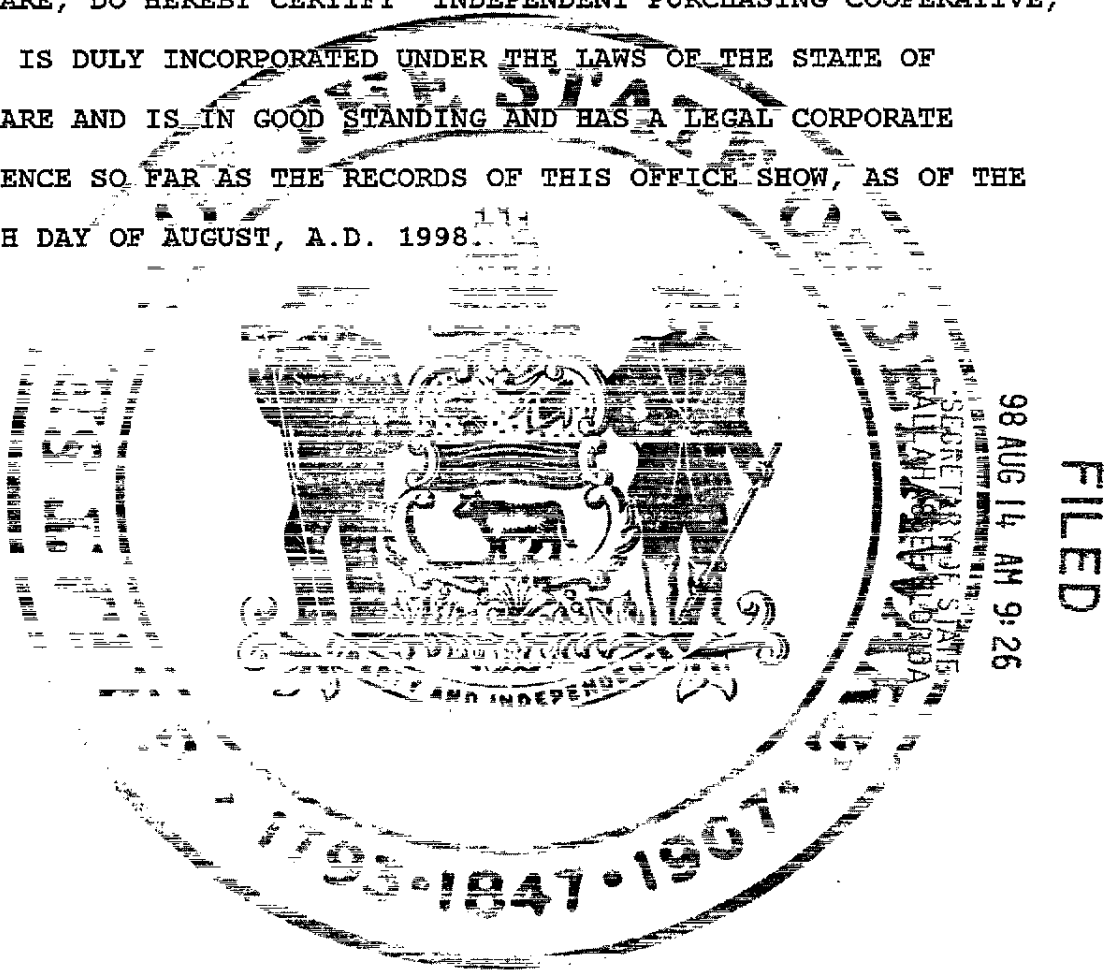
NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

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

14. Dennis Clabby
(Typed or printed name and capacity of person signing application)

State of Delaware
Office of the Secretary of State PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "INDEPENDENT PURCHASING COOPERATIVE, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FOURTH DAY OF AUGUST, A.D. 1998.



Edward J. Freel

Edward J. Freel, Secretary of State

2659254 8300

981298422

AUTHENTICATION: 9233703

DATE: 08-04-98