

F98000005541

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Engine Fog, Inc.

(Name of corporation - must include suffix)

200002634022--2
-09/08/98--01099--008
*****78.75 *****78.75

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:

Michael Bowlus, Esq.

(Name of Person)

Ford, Jeter & Bowlus, P.A.

(Firm/Company)

10110 San Jose Blvd.

(Address)

Jacksonville, FL 32257

(City/State/Zip)

FILED
98 OCT -5 AM 11:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

Michael Bowlus, Esq.

(Name of Person)

at (904) 268-7227

(Area Code & Daytime Telephone Number)

W 98-26487

Pg 632

Rec.

COURIER ADDRESS:

Qualification/Tax Lien Section
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

10/5/98



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

September 9, 1998

MICHAEL BOWLUS, ESQ.
FORD, JETER & BOWLUS, PA
10110 SAN JOSE BLVD.
JACKSONVILLE, FL 32257

SUBJECT: ENGINE FOG, INC.
Ref. Number: W98000020487

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98 OCT -5 AM 11:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for ENGINE FOG, INC. and your check totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The date first transacted business in Florida within the meaning of s. 607.1501 or 608.501, F.S., must be set forth in section 6 of the application. If the corporation/limited liability company has not yet transacted business in Florida within this meaning, please insert the words "upon qualification" in lieu of a date. (Note: Pursuant to s. 607.1502(4), F.S., this office collects a civil penalty of \$1000 for each year other than the application filing year, that a foreign corporation or limited liability company transacts business in this state without authority along with the past annual report fees due this office.)

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6094.

Agnes Lunt
Document Specialist

Letter Number: 098A00045813

Thank you for your help.

Pat Shane

904/268-7227



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

September 16, 1998

MICHAEL BOWLUS, ESQ.
FORD, JETER & BOWLUS, PA
10110 SAN JOSE BLVD.
JACKSONVILLE, FL 32257

SUBJECT: ENGINE FOG, INC.
Ref. Number: W98000020487

FILED
98 OCT -5 AM 11:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for ENGINE FOG, INC. and your check(s) totaling \$. However, the document has not been filed and is being retained in this office for the following:

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 \$3515.00.

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) 487-6094.

Agnes Lunt
Document Specialist

Letter Number: 498A00046996

FORD, JETER & BOWLUS, P. A.
ATTORNEYS AT LAW

MICHAEL BOWLUS
ROBERT A. FORD
WILLIAM H. JETER, JR.
ROBERT M. MORGAN
HOWARD J. SMITH

10110 SAN JOSE BOULEVARD
JACKSONVILLE, FLORIDA 32257

TEL (904) 268-7227
FAX (904) 262-3337
E-mail address: fjandb@compuserve.com

October 2, 1998

Ms. Agnes Lunt
Florida Dept. of State
Div. of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Engine Fog
Reference Number: W98000020487
Letter Number: 498A00046996

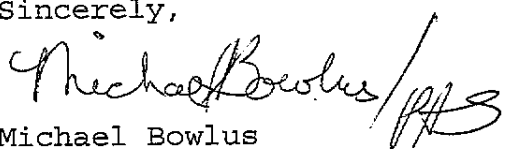
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dear Ms. Lunt:

Thank you for your letter dated September 16, 1998. Clearly, a mistake was made in the preparation of the document for our client, Engine Fog, Inc. Engine Fog, Inc., has never done business in the State of Florida pursuant to Florida Statutes Section 607.1501, et seq. I have enclosed an affidavit, as you requested, to that effect and I hope that the processing of the application for authority previously sent to you can proceed without further delay.

I hope to hear from you soon.

Sincerely,


Michael Bowlus

MB:pas
Enclosure

AFFIDAVIT

STATE OF FLORIDA
COUNTY OF DUVAL

BEFORE ME, the undersigned authority, personally appeared
MICHAEL BOWLUS who was sworn and says:

I am the attorney for Engine Fog, Inc., a Delaware corporation, and make the following statements from my own personal knowledge.

1. Erroneous information was inserted in the application in that the application states that Engine Fog, Inc., previously did business in the State of Florida since 1995. It was secretarial error that went undetected by me.

2. Engine Fog, Inc., has not, pursuant to Florida Statutes Section 617.1501, et seq., transacted business in the State of Florida and the application for authority to do so is made in contemplation of the possibility that Engine Fog, Inc., may transact business in the State of Florida within the State of Florida beyond the exceptions set forth in Florida 617.1501(2)(a-m).

FURTHER AFFIANT SAYETH NOT.

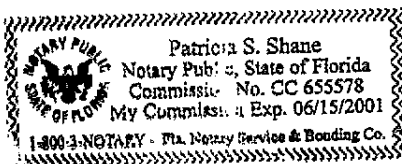
Michael Bowlus
Affiant

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF DUVAL

Sworn to and subscribed before me on the 2nd day of October, 1998, by MICHAEL BOWLUS, who is personally known to me or who has produced _____ as identification and who did take an oath.

Patricia S. Shane
NOTARY PUBLIC, State and County
aforesaid.



Name of Notary Public, Typed,
Printed or Stamped
My Commission Expires:

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

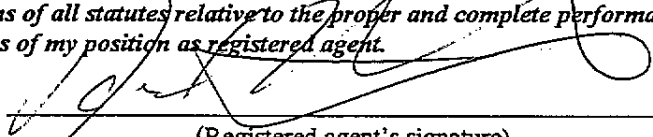
*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. Engine Fog, 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. 59-3281691
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 6/30/94 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. January 1, 1995
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. _____
5151 Sunbeam Road, Unit 22, Jacksonville, FL 32257
(Current mailing address)
8. Engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of the State of Delaware
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)
Name: Paul Hughett
Office Address: 5151 Sunbeam Road, Unit 22
Jacksonville, Florida, 32257
(Zip code)

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TALLAHASSEE, FLORIDA

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: (Street address ONLY - P.O. Box NOT acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: Paul Hughett

Address: 5151 Sunbeam Road, Unit 22, Jacksonville, FL 32257

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: Paul Hughett

Address: 5151 Sunbeam Road, Unit 22, Jacksonville, FL 32257

Vice President: _____

Address: _____

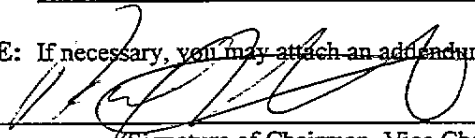
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

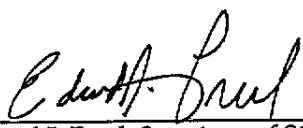
State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ENGINE FOG, 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 SIXTEENTH DAY OF JULY, A.D. 1998.

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98 OCT -5 AM 11:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA




Edward J. Freel, Secretary of State

2414496 8300

981273324

AUTHENTICATION:

9200874

DATE:

07-16-98