

F98000005763

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section  
Division of Corporations

SUBJECT: DAN FRAZIER INCORPORATED

(Name of corporation - must include suffix)

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:

DAN FRAZIER  
(Name of Person)

DAN FRAZIER INCORPORATED  
(Firm/Company)

437 Greenleaf Square  
(Address)

Port Orange, FL 32127  
(City/State/Zip)

p. 504

W97-10397

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-05/05/97--01135--001  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

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

Dan Frazier at ( 904 ) 322-3884  
(Name of Person) (Area Code & Daytime Telephone Number)

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

FILED  
98 OCT 15 PM 12:03  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA  
10/15

Filed 10/15/98 per HC

*Law Offices of  
Charles O. Frazier  
206 North 7th Street  
P.O. Box 1090  
Keokuk, Iowa 52632-1090  
(319) 524-7585  
Facsimile (319) 524-7979*

CHARLES O. FRAZIER  
STEVEN J. SWAN, ASSOC.

LICENSED TO PRACTICE  
IOWA AND MISSOURI

May 1, 1997

Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

RE: Foreign Corporation Application

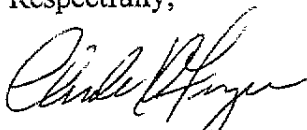
Ladies and Gentlemen:

Enclosed please find the Application to register a foreign corporation, an original certificate of existence, the \$70.00 registration fee and the transmittal letter.

I believe that we have all the requirements that you require to establish a foreign corporation. If there is anything else that we need to do, please let us know as soon as possible.

Thank you for your prompt attention in this matter. Should you have questions in regard to this matter or should you need any additional information, please feel free to contact our office at (319)524-7585.

Respectfully,

  
Charles O. Frazier

COF/ctc

Enclosures



**FLORIDA DEPARTMENT OF STATE**

**Sandra B. Mortham**  
Secretary of State

May 6, 1997

**DAN FRAZIER  
DAN FRAZIER INCORPORATED  
437 GREENLEAF SQUARE  
PORT ORANGE, FL 32127**

**SUBJECT: DAN FRAZIER INCORPORATED**  
Ref. Number: W97000010397

We have received your document for DAN FRAZIER INCORPORATED and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

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

A business entity may not serve as its own registered agent. Please designate an individual or another business entity with an active registration or filing with this office, having a Florida street address identical with that of the registered office.

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 \$1,165.00.

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 (904) 487-6958.

Lee Rivers  
Document Examiner

Letter Number: 697A00023816



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

August 25, 1997

DAN FRAZIER - PRESIDENT & CHAIRMAN  
DAN FRAZIER INCORPORATED  
437 GREENLEAF SQUARE  
PORT ORANGE, FL 32127

SUBJECT: DAN FRAZIER INCORPORATED  
Ref. Number: W97000010397

This letter is in response to the application by foreign corporation for authorization to transact business in Florida that was previously submitted to this office for DAN FRAZIER INCORPORATED.

The referenced application states that the corporation has transacted business in the State of Florida since January 1, 1996. You were notified by letter dated May 6, 1997, that because of failure to obtain a certificate of authority prior to transacting business in the State of Florida, the corporation is liable for \$1165.00 in appropriate fees and penalties as set forth in Section 607.1502(4), Florida Statutes, (copy enclosed).

Until a response is received by this office concerning the prior notification, the application by foreign corporation for authorization to transact business in Florida will not be processed. If erroneous information was reflected on the previously submitted application, a sworn affidavit may be filed stating the correct date the corporation first transacted business in Florida, that the corporation did not transact business in Florida prior to the application filing year and that the information entered on such application is incorrect. Any such affidavit will be included with your original qualification documents.

Please provide your response to this letter within 30 days to avoid the necessity of further action.

If you have further questions concerning the filing of your document, please telephone the Foreign Qualification/Tax Lien Section at (850) 487-6091.

Lee Rivers  
Document Examiner      Letter No. 097A00042754

Enclosure



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

November 14, 1997

DAN FRAZIER  
DAN FRAZIER INCORPORATED  
437 GREENLEAF SQUARE  
PORT ORANGE, FL 32127

SUBJECT: DAN FRAZIER INCORPORATED  
Ref. Number: W97000010397

**CERTIFIED MAIL #P 348 067 156 RETURN RECEIPT REQUESTED**

This letter constitutes notice that the Department of State (Department) intends to pursue all legal remedies provided in Sections 607.0130(3) and 607.1502(4), Florida Statutes, because of the failure of DAN FRAZIER INCORPORATED to pay the appropriate penalties and fees incurred by the transacting of business as a foreign corporation in Florida without authority. I have enclosed a copy of Sections 607.0130(3), 607.1501 and 607.1502, Florida Statutes, for your review.

The application submitted by DAN FRAZIER INCORPORATED for authority to transact business in Florida indicates that the corporation transacted business in Florida prior to qualifying. As a result, associated penalties and fees imposed by Section 607.1502(4), Florida Statutes, are due and owing the Department.

Penalties and fees in the amount of \$1165.00 are now due. To avoid further penalty, payment must be remitted within 45 days of receipt of this letter. Please make your check payable to the Department of State and forward it to this office.

In the event the date business was first transacted in Florida is incorrect or the activity falls under an enumerated exemption provided in Section 607.1501(2), Florida Statutes, please provide this office with an affidavit to that effect. If it is determined that the affidavit establishes either circumstance, all penalties and fees previously imposed will either be withdrawn or will be recalculated in accordance with the corrected information, and the application will be processed accordingly. If you have any questions regarding this matter, please telephone (904) 487-6091. I look forward to your response.

Sincerely,

Gerard T. York, Assistant General Counsel

Enclosures Letter No. 897A00054742

*Law Offices of*  
**KENNEDY & PYLE**

R. Michael Kennedy, P. A.  
Michael A. Pyle, P. A.\*

\*Florida Bar Certified Real Estate Specialist

687 BEVILLE ROAD, SUITE A  
POST OFFICE BOX 4319  
SOUTH DAYTONA, FLORIDA 32121  
(904) 788-0888  
FAX: (904) 756-0304

March 5, 1998

Gerald T. York  
Assistant General Counsel  
Florida Department of State  
The Capitol  
Tallahassee, FL 32399-0250

Re: Dan Frazier, Inc.

Dear Mr. York:

Enclosed is an Affidavit signed by my client, Dan Frazier, in regard to the above referenced, which hopefully will resolve the issue in question.

Thank you for your cooperation.

Sincerely,



Michael A. Pyle

MAP/ss  
Encs.

cc: Mr. Dan Frazier

RECEIVED

MAR 9 1998

OFFICE OF GENERAL COUNSEL  
FLORIDA DEPARTMENT OF STATE



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

*Mr. Frazier called 5/12  
just found this letter,  
will re-submit  
very soon*

March 11, 1998

DAN FRAZIER  
DAN FRAZIER INCORPORATED  
437 GREENLEAF SQUARE  
PORT ORANGE, FL 32127

SUBJECT: DAN FRAZIER INCORPORATED  
Ref. Number: W97000010397

We have received your affidavit concerning the date the corporation first transacted business in Florida. Your application has not been filed because it was returned to you with our letter dated May 6, 1997, for two corrections. As yet we have not received a corrected application.

Please refer to the attached, highlighted copy of this letter. A copy of your original application is enclosed for your reference, and a new, blank application is enclosed for your convenience. Please return either the original application with the necessary corrections, or complete and submit the blank application.


The certificate of good standing from the Iowa Secretary of State may be no older than 90 days at the time of filing; the certificate you originally submitted was dated February 27, 1997. Please obtain and submit a new certificate of good standing with a correct application so that we may grant your corporation the authority to transact business in Florida. Until this application is filed, the corporation is not authorized to transact business in this state.

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

Lee Rivers  
Document Examiner

Letter Number: 098A00013186

Dear Sir; I have not heard  
back from you since I wrote  
you several months ago. I just  
want to make sure this matter  
is closed. D.F. Inc. (Dantrazier  
Inc.) has not done \$1<sup>00</sup> of business  
to date.

Thank you  
  
Ref # W97060010397





FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

September 14, 1998

DAN FRAZIER  
DAN FRAZIER INCORPORATED  
437 GREENLEAF SQUARE  
PORT ORANGE, FL 32127

SUBJECT: DAN FRAZIER INCORPORATED  
Ref. Number: W97000010397

We have received your undated letter, a copy of which is attached. On March 11 of this year we sent you a letter requesting you make two previously-requested corrections to your application, and that you submit a new certificate of existence from Iowa.

On May 12 you called us and said that you had just found our letter and would submit the necessary papers soon. Your letter which arrived today is the first communication we have had from you.

If the corporation wishes to transact business in Florida, it must submit the completed application and current certificate. As we noted in our previous letter, a copy of which is enclosed, your corporation does not currently have the authority to transact business in Florida.

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) 487-6958.

Lee Rivers  
Document Specialist

Letter Number: 398A00046465

LR



# *Department of State*

## *Memorandum Office of the General Counsel*

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TO: File

FROM: Gerard York, Assistant General Counsel

DATE: March 9, 1998

RE: Dan Frazier, Inc.

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Based on my review of the file, conversations with corporate counsel and the affidavit received from the corporation, it is my recommendation that this file be closed.

Affidavit establishes that line 6 of original application was in error and that application for a certificate of authority was intended to be prospective only. Accordingly, it is recommended corporation be issued a certificate of authority.

/gtv

**FILED**  
98 OCT 15 PM 12:03  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

AFFIDAVIT


STATE OF FLORIDA  
COUNTY OF VOLUSIA

Before me, the undersigned authority, personally appeared Dan Frazier, President of Dan Frazier Incorporated, an Iowa Corporation, who deposes and says as follows:

1. The undersigned Affiant is the president of the corporation now, and was the president as of January 1, 1996.
2. The undersigned Affiant gives this acknowledgment based on his own personal knowledge of all facts set forth herein.
3. The corporation was not transacting business within the state of Florida during 1996, and the language of Paragraph 6 of the Application of Foreign Corporation for Authorization to Transact Business in Florida and any other document in which that information was stated was in error.
4. The corporation was prepared to transact business within the state of Florida at the time the application was submitted to the Department of State.

  
DAN FRAZIER, President  
DAN FRAZIER INCORPORATED

The foregoing instrument was acknowledged before me this 3rd day of <sup>March</sup> February, 1998 by Dan Frazier, President of Dan Frazier Incorporated, who is personally known to me.

  
Notary Public

My Commission Expires:



SHEILA J. SEMANISIN  
Notary Public, State of Florida  
My Comm. Exp. Sept. 19, 1998  
Comm. No. CC 408251

FILED  
98 OCT 15 PM 2:03  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**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. DAN FRAZIER INCORPORATED  
(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. IOWA 3. 593097475  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 19910102 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. January 1, 1996  
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. Dan Frazier Incorporated  
437 Greenleaf Square, Port Orange, FL 32127  
(Current mailing address)

8. \_\_\_\_\_  
(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)

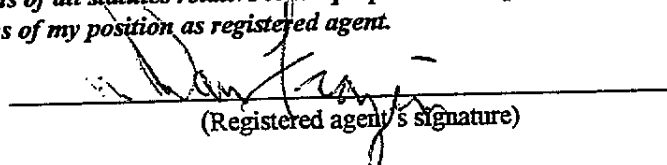
Name: Dan Frazier

Office Address: 437 Greenleaf Square

Port Orange, Florida, 32127  
(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.

FILED  
98 OCT 15 PM 12:03  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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: Dan Frazier

Address: 437 Greenleaf Square, Port Orange, FL 32127

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

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

Director: \_\_\_\_\_

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

Director: \_\_\_\_\_

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

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

President: Dan Frazier

Address: 437 Greenleaf Square, Port Orange, FL 32127

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

14. Dan Frazier - President  
(Typed or printed name and capacity of person signing application)

**FILED**  
98 OCT 15 PM 12:03  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

# IOWA

No. 00105147  
Date: 02/27/1997

## SECRETARY OF STATE

490 DP-000147612  
CHARLES O FRAZIER  
LAW OFFICES  
PO BOX 1090  
KEOKUK, IA 52632-1090

### CERTIFICATE OF EXISTENCE

Name: DAN FRAZIER INCORPORATED  
Begin date: 19910102  
Expiration: PERPETUAL

I, PAUL D. PATE, secretary of state of the state of Iowa, custodian of the records of incorporations, certify that the corporation named on this certificate is in existence and was duly incorporated under the laws of Iowa on the date printed above, that all fees required by the Iowa business corporation act have been paid by the corporation, that the most recent annual corporate report has been filed by the secretary of state, and that articles of dissolution have not been filed.

FILED  
98 OCT 15 PM 12:03  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA



*Paul D. Pate*

SECRETARY OF STATE