

F98000005964

TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

800002607198--7
-10/27/98--01038--001
***1315.00 ***1315.00

SUBJECT: MODERN EMPLOYERS, INC.
(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:

CRYSTAL SETTLES

(Name of Person)

MODERN EMPLOYERS, INC.

(Firm/Company)

6414 14TH STREET WEST

(Address)

BRADENTON, FL 34207-5329

(City/State/Zip)

9/10/27
98 OCT 27 AM 10:57
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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*****78.75 *****78.75

W98-17715

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

CRYSTAL SETTLES

(Name of Person)

at (941) 755-4634 X110
(Area Code & Daytime Telephone Number)

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

Conflict
P97-109171



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

August 5, 1998

CRYSTAL SETTLES
MODERN EMPLOYERS, INC.
6414 14TH ST. WEST
BRADENTON, FL 34207-5329

SUBJECT: MODERN EMPLOYERS, INC.
Ref. Number: W98000017715

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DIVISION OF CORPORATIONS
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We have received your document for MODERN EMPLOYERS, INC. and your check(s) totaling \$78.75. 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.

Rec'd
10/16

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 \$2315.00.

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) 487-6095.

Jennifer Sindt
Document Examiner

Letter Number: 698A00040852



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

October 15, 1998

CRYSTAL SETTLES
MODERN EMPLOYERS, INC.
6414 14TH ST. WEST
BRADENTON, FL 34207-5329

SUBJECT: MODERN EMPLOYERS, INC.
Ref. Number: W98000017715

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT 27 AM 10:57

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 MODERN EMPLOYERS, INC..

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 August 5, 1998, that because of failure to obtain a certificate of authority prior to transacting business in the State of Florida, the corporation is liable for \$2315.00 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.

Jennifer Sindt
Document Examiner Letter No. 898A00051164

Enclosure



MODERN EMPLOYERS INC.

Corporate Office
6414 14th Street W
Bradenton FL 34207

941 755-4634
fax 941 751-9571
800 741-1136
FL License GL35

Florida
9140 Golfside Drive
Suite 14S
Jacksonville FL 32256

888 841-2456
904 731-8825
fax 904 636-8874

Georgia
1000 Johnson Ferry Rd
Suite B 245
Marietta GA 30068
770 973-9020
fax 770 973-1037
800 499-9020

Mid Atlantic
3458 Ellicott Center Dr
Suite 107
Ellicott City MD 21043
410 418-4040
fax 410 418-4174
800 369-0344

MEIcorp@aol.com
<http://www.mei-peo.com>

IAPEO License 36



October 14, 1998

Ms. Jennifer Sindt
Document Examiner
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RE: Modern Employers Inc. - Letter # 698A00040852

Dear Ms. Sindt:

Enclosed is the Resolution of Board of Directors on Modern Employers, Inc. adopting the name MEI of Georgia, Inc. to do business in the state of Florida per your letter dated August 5, 1998. We are in the process of obtaining a legal opinion regarding what constitutes doing business in the state of Florida so that we may respond to assessment of annual report and penalty fees.

Please contact me if you have any additional questions

Sincerely,

Daniel J. Sullivan
Chief Financial Officer

Cc: Crystal Settles
Carol Van Kay

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MODERN EMPLOYERS INC.

Corporate Office
6414 14th Street W
Bradenton FL 34207
941 755-4634
FAX 941 751-9571
800 741-1136
FL License GL 10

Florida
PO Box 24804
9140 Golfside Drive
Suite 145
Jacksonville FL 32241
904 731-8825
FAX 904 636-8874

2709 Swamp Cabbage Ct
Suite 8
Ft Myers FL 33901
941 277-7667
FAX 941 277-7669

Georgia
1000 Johnson Ferry Rd
Suite B 245
Marietta, GA 30068
770 973-9020
FAX 770 973-1037
800 499-9020

Mid Atlantic
3458 Ellicott Center Dr
Suite 107
Ellicott City MD 21043
410 418-4040
FAX 410 418-4174
800 369-0344

MEIcorp@aol.com
<http://www.mei-peo.com/mei/>

NAPEO
NATIONAL ASSOCIATION OF
PROFESSIONAL ENGINEERS
MEMBER

October 21, 1998

Florida Department of State
Divisions of Corporations
Attn: Ms. Jennifer Sindt
P.O. Box 6327
Tallahassee, Florida 32314

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT 27 AM 10:57

Re: Subject: Modern Employers, Inc.
Ref. #: W98000017715
Letter#: 898AC0051164

Dear Ms. Sindt

Enclosed is a check in the amount of \$2,315 that represents the fees and penalties levied by your office in your October 15, 1998 correspondence. We are requesting that this amount be applied and processing of our application for authorization be completed.

In addition, we are petitioning the Division to reconsider the penalties assessed. We in fact have processed a minimal amount of payroll for employees "officially domiciled" in Florida since January 1996 in this corporation. These employees represent occupations that allowed them "transact business" in other states while maintaining residence in Florida. Those employees chose to be domiciled in Florida primarily for the favorable state income tax environment in our state. Our owners have maintained several corporations in the state for many years with unblemished corporate histories. Given the nature of our noncompliance and stellar business history in the state, we believe the current penalty is excessive. We understand that it is your policy that once we remit payment we relinquish our right to contest the penalties, however we are asking for a reprieve on that policy. We are under considerable time constraints and unable to wait for general council to review our petition prior to receiving a Certificate of Authority.

Thank you for your consideration in this matter.

Best Regards,


Joel D. Duncan
Vice President of Operations

RECEIVED

OCT 23 1998

Office of General Counsel
Division of Corporations

Freedom To SucceedSM



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: 941-758-6330

Please deliver the following pages to:

NAME: Joel D. Duncan

COMPANY: Modern Employers, Inc.

CITY/STATE: Bradenton, Florida

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

DATE/TIME: 10/22/98 2:19 PM

NUMBER OF PAGES (including transmittal sheet): 2

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

COMMENTS: This communication is pursuant to our telephone conversation earlier this afternoon. We would offer to settle the issue of foreign non-qualified penalties and annual report fees due from Modern Employers, Inc., for the sum of \$1315, reflecting annual report fees from 1996 in the amount of \$315, and penalties of \$1000 for the same period assessed at the statutory minimum of \$500 per year.

Upon receipt of a check in that amount payable to the Department of State, Division of Corporations, I will return your previously sent check and will instruct the Division of Corporations to issue Modern Employers, Inc., a Certificate of Authority

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DIVISION OF CORPORATIONS
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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 Vivian at 850/414-5536 or Suncom 994-5536.

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



MODERN EMPLOYERS INC.

Corporate Office
6414 14th Street W
Bradenton FL 34207
941 755-4634
FAX 941 751-9571
800 741-1136
FL License GL 10

Florida
PO Box 24804
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904 731-8825
FAX 904 636-8874

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410 418-4040
FAX 410 418-4174
800 369-0344

MEIcorp@aol.com
<http://www.mei-peo.com/mei/>

NAPEO
NATIONAL ASSOCIATION OF
PROFESSIONAL EMPLOYERS
MEMBER

Gerard T. York, Esq.,
Assistant General Counsel
Florida Department of State
Office of General Counsel
LL-10 The Capital
Tallahassee, FL 32399-0250

October 22, 1998

Dear Gerard T. York:

Per our conversation attached is the check payable to the Department of State, Division of Corporations as agreed. Thank you for your consideration in this matter.

Sincerely,


Joel Duncan
Vice President of Operations

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OCT 26 1998

Office of General Counsel
Department of State

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DIVISION OF CORPORATIONS

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Department of State

Memorandum Office of the General Counsel

TO: File

FROM: Gerard York, Assistant General Counsel

DATE: October 26, 1998

RE: Modern Employers, Inc.

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DIVISION OF CORPORATIONS
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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 1996 of \$315.00 and foreign non-qualified penalties of \$ 1000.00 assessed at the statutory minimum of \$500.00 per year and 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

(Please print or type)

I, the undersigned Robert J. Clancy, do hereby certify
(Name)

that this Resolution of the Board of Directors of Modern Employers, Inc.

(Corporate Name)

a corporation duly organized and existing under the laws of the State of Georgia,

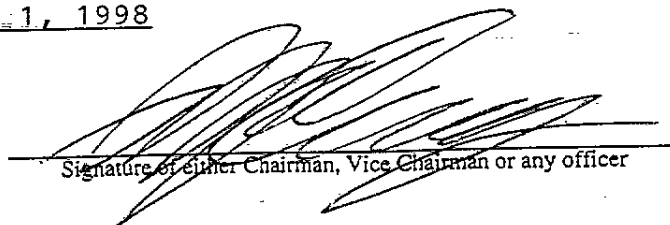
was duly adopted on September 30, 19 98.

Be it resolved, that Modern Employers, Inc.,
(Corporate Name)

organized and existing in the State of Georgia, hereby adopts the name

MEI of Georgia, Inc. for use in Florida.

Dated: October 1, 1998



Signature of either Chairman, Vice Chairman or any officer

Robert J. Clancy

Type or print name

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DIVISION OF CORPORATIONS
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**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:*

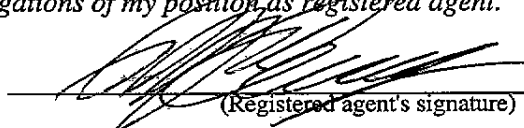
1. MODERN EMPLOYERS, INC.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. GEORGIA 3. 58-2086633
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 2/28/94 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. 6414 14TH STREET WEST
BRADENTON, FL 34207-5329
(Current mailing address)
8. EMPLOYEE LEASING
(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: ROBERT J. CLANCY

Office Address: 6414 14TH ST W
BRADENTON, Florida, 34207
(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.

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DIVISION OF CORPORATIONS
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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: SEE ATTACHED

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: SEE ATTACHED

Address: _____

Vice President: _____

Address: _____

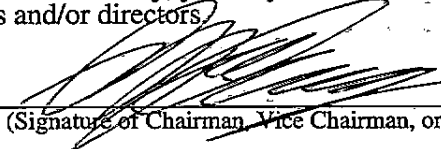
Secretary: _____

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. Robert J. Clancy, Co-Chairman
(Typed or printed name and capacity of person signing application)

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DIRECTORS

Richard G. Ratner, Co-Chairman
1863 Bougainvillea Street
Sarasota, FL 34239

Edward L. Bongart, Co-Chairman
888 Boulevard of Arts
Sarasota, FL 34236

Robert J. Clancy, Co-Chairman
8218 Regents Court
University Park, FL 34201

OFFICERS

Robert J. Clancy, CEO & President
8218 Regents Court
University Park, FL 34201

Daniel J. Sullivan, CFO & Assistant Secretary
4128 Via Mirada
Sarasota, FL 34238

Joel Duncan, V.P. Operations
6023 26th Street West, #199
Bradenton, FL 34207

Linda Bailey, V.P. Human Resources
5181 Horseshoe Place N.E.
St. Petersburg, FL 33703

Valerie Cupo, Senior Director of Risk Management
2333 Appaloosa Circle
Sarasota, FL 34240

Jim Vinson, Senior Director of Sales
6030 22nd Ave Dr E
Palmetto, FL 34221

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Secretary of State

Corporations Division

315 West Tower

2 Martin Luther King, Jr. Dr.

Atlanta, Georgia 30334-1530

DOCKET NUMBER : 982020750
CONTROL NUMBER : 9405628
DATE INC/AUTH/FILED : 02/28/1994
JURISDICTION : GEORGIA
PRINT DATE : 07/21/1998
FORM NUMBER : 211

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DIVISION OF CORPORATIONS

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MODERN EMPLOYERS, INC.
CRYSTAL SETTLES
6414 14TH ST. W
BRADENTON FL 34207

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

MODERN EMPLOYERS, 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

