

F98000006341

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: FOX & WALKER INC.
(Name of corporation - must include suffix)

Dear Sir or Madam:

500002676805--6
-10/30/98--01058--004
*****70.00 *****70.00

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:

LAURIE LYNN
(Name of Person)
EXECUTIVE TITLE
(Firm/Company)
2300 BEE RIDGE RD
(Address)
SARASOTA FL 34239
(City/State/Zip)

W98-24739

p. 639

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

GREG LORGE at (941) 351-4444
(Name of Person) (Area Code & Daytime Telephone Number)

STREET 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

SECRETARY OF STATE
TALLAHASSEE FLORIDA

98 NOV 18 PM 1:32

FILED

11/1/98



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 2, 1998

LAURIE LYNN
EXECUTIVE TITLE
2300 BEE RIDGE RD
SARASOTA, FL 34239

SUBJECT: FOX & WALKER INC.
Ref. Number: W98000024739

We have received your document for FOX & WALKER 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:

Please list the Federal Employer Identification number in the appropriate section of the application. If applied for, enter "applied for", or if not applicable, enter "N/A".

Pursuant to section 607.1502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business in Florida prior to qualification and the appropriate charter tax and annual report fees that would have been due this office had the corporation qualified the year it began operations in this state. Please complete the enclosed form INHSE37 and contact this office for the charter tax due. The amount entitled this office in annual report fees and penalty fees is \$23,611.25.

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.

7 Enclosed

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

Lee Rivers
Document Specialist

Letter Number: 498A00053355

GENERAL AFFIDAVIT

PROVINCE
STATE OF ONTARIO, CANADA
COUNTY OF YORK

Personally before me, the undersigned authority, appeared BEVERLEY FOX, who being duly sworn and cautioned upon his/her oath did depose and say:

THAT Affiant is over the age of 21 and has full and complete knowledge of the statements made herein.

THAT Affiant's full name is BEVERLEY FOX, Vice President of FOX & WALKER INC.

THAT erroneous information was listed on the Application By Foreign Corporation For Authorization to Transact Business in Florida.

THE correct date the corporation will transact business in the State of Florida will be 11/18/98.

THE date stated on the application did not constitute transacting business in Florida pursuant to Section 607.1501, Florida Statutes.

FURTHER AFFIANT SAYETH NOT.

AFFIANT:

Beverley Fox
BEVERLEY FOX, Vice President of FOX & WALKER, INC.

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgements, personally appeared BEVERLEY FOX to me known to be the person(s) described in and who executed the foregoing instrument who is personally known to me or who has produced N/A as identification and who did take an oath acknowledged before me that he/she/they executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 14th day of November, 1998.

My Commission Expires: NO EXPIRY DATE

(SEAL)

[Signature]
Notary Public (Signature)

Bryan A. MacGillivray
Notary Public (Print Name)

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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. FOX & WALKER 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. CANADA
(State or country under the law of which it is incorporated)
3. _____
(FEI number, if applicable)
4. 10/4/49
(Date of incorporation)
5. 1999
(Duration: Year corp. will cease to exist or "perpetual")
6. 5/20/76
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 7825 BAYVIEW AVE, #706,
THORNHILL, ONTARIO - CANADA L3T 1N2
(Current mailing address)
8. SALE OF REAL ESTATE
(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: GREG - LORGE
Office Address: 6260 N LOCKWOOD RIDGE RD
SARASOTA, Florida, 34243
(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.

Greg C. Lorge
(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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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: EMANUEL M. FOX

Address: 7825 BAYVIEW AVE, #706-
THORN HILL, ONTARIO - CANADA - L3T 7N2

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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TALLAHASSEE, FLORIDA

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

President: EMANUEL M. FOX

Address: 7825 BAYVIEW AVE, #706
THORN HILL, ONTARIO, CANADA L3T 7N2

Vice President: DEVERLEY S. FOX

Address: 54 KINDALE WAY-
THORN HILL, ONTARIO - CANADA

Secretary: ETHEL A. FOX

Address: 7825 BAYVIEW AVE, #706,
THORN HILL, ONTARIO, CANADA L3T 7N2

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. _____

MRS. ETHEL A. FOX

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

98-1083-4
f. 408

Return To
Executive Title
2300 Bee Ridge Rd., Suite 301
Sarasota, FL 34239
10



CERTIFICAT DE RÉGULARITÉ

*Loi sur la publicité légale des entreprises individuelles,
des sociétés et des personnes morales
(L.R.Q., chap. P-45, art. 517)*

1998142566

*Le présent certificat atteste que la compagnie ou corporation
mentionnée ci-dessous a produit les rapports annuels exigibles au
31 décembre 1993, en vertu de la Loi concernant les rensei-
gnements sur les compagnies.*

FOX & WALKER INC.

RECORDED IN OFFICIAL RECORDS
INSTRUMENT # 1998142566 2 PGS
1998 OCT 26 02:08 PM
KAREN E. RUSHING
CLERK OF CIRCUIT COURT
SARASOTA COUNTY, FLORIDA
JGRAY Receipt#044986

FILED
98 NOV 18 PM 1:32
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Le 20 octobre 1998

1148083141



E0 W91&41F320A

Inspecteur général des institutions financières

Contresignataire

CERTIFICATE OF GOOD STANDING

*An Act respecting the legal publicity of sole
proprietorships, partnerships and legal persons
(R.S.Q., c. P-45, s. 517)*

*The present certificate attests that the company named hereinunder
has produced all annual returns exigible by December 31, 1993
as prescribed in the Companies' Information Act.*

FOX & WALKER INC.

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98 NOV 18 PM 1:32
SECRETARY OF STATE
TALLAHASSEE FLORIDA

October 20th 1998

1148083141

98-1083-4
✓ 409

Québec

Return To
Executive Title
2300 Bee Ridge Rd., S.
Sarasota, FL 34236

CERTIFICAT D'ATTESTATION

*Loi sur la publicité légale des entreprises individuelles,
des sociétés et des personnes morales
(L.R.Q., chap. P-45, art. 81)*

1998142567

atteste que

FOX & WALKER INC.

- Est immatriculée depuis le 20 octobre 1998.
- N'est pas en défaut de déposer une déclaration annuelle.
- N'est pas en défaut de se conformer à une demande qui lui a été faite en vertu de l'article 38.
- N'est pas en voie de dissolution.

RECORDED IN OFFICIAL RECORDS
INSTRUMENT # 1998142567 2 PGS
1998 OCT 26 02:08 PM
KAREN E. RUSHING
CLERK OF CIRCUIT COURT
SARASOTA COUNTY, FLORIDA
JGRAY Receipt#044986

FILED
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

Le 20 octobre 1998

1148083141



Gouvernement
du Québec
L'Inspecteur
général des
institutions
financières

B S Turcotte
Inspecteur général des institutions financières

CERTIFICATE OF ATTESTATION

*An Act respecting the legal publicity of sole
proprietorships, partnerships and legal persons
(R.S.Q., c. P-45, s. 81)*

I attest that

FOX & WALKER INC.

- Is registered since October 20th 1998.
- Has not failed to file an annual declaration.
- Has not failed to comply with a request made under section 38.
- Is not in the process of dissolving.

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98 NOV 18 PM 1:32
SECRETARY OF STATE
TALLAHASSEE FLORIDA

October 20th 1998

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