

# F99000001485

## TRANSMITTAL LETTER

To: Qualification/Tax Lien Section  
Division of Corporations

SUBJECT: Talking Book World Corporation  
(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:

Richard Simitob  
(Name of Person)

Talking Book World Corporation  
(Firm/Company)

26211 Central Park Blvd #415,  
(Address)

Southfield, Michigan, 48076  
(City/State/Zip)

W99-3848

400002775874- -1  
-02/15/99--01134--003  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

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

Richard Simitob at ( 248 ) 945-9999 #699  
(Name of Person) (Area Code & Daytime Telephone Number)

3/19/99

### 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

99 MAR 19 AM 8:12

FILED

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

February 16, 1999

RICHARD SIMTOO  
26211 CENTRAL PARK BLVD., #415  
SOUTHFIELD, MI 48076

SUBJECT: TALKING BOOK WORLD CORPORATION  
Ref. Number: W99000003848

FILED  
99 MAR 19 AM 8:13  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

We have received your document for TALKING BOOK WORLD CORPORATION and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

A certificate of existence, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

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: 399A00006832



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

February 24, 1999

TALKING BOOK WORLD  
26211 CENTRAL PARK #415  
SOUTHFIELD, MI 48076

Subject: **TALKING BOOK WORLD**  
RE: 999A00008545

We have received your document for the above Fictitious Name ; however, the document **has not been filed** and is being returned for the following:

The business entity that is listed as an owner of the Fictitious Name must be filed or otherwise registered with this office. Please telephone 850-487-6059 for the proper forms and instructions.

After the corrections have been made, return the application to: Fictitious Name Registration, P.O. Box 1300, Tallahassee, Florida 32302-1300 within 30 days.

Should you have any questions regarding this matter you may contact our office at (850) 488-9000.

/lb  
Division of Corporations

Letter No. 999A00008545

**FILED**  
99 MAR 19 AM 8:13  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STATE OF MICHIGAN



JOHN ENGLER, Governor

**DEPARTMENT OF TREASURY**

TREASURY BUILDING, LANSING, MICHIGAN 48922

MARK A. MURRAY, State Treasurer

TAX LETTER

Date: March 9, 1999

TALKING BOOK WORLD CORP.  
26211 Central Park Blvd. #415  
Southfield, MI 48076

Re: Talking Book World Corp.  
38-3251378

We have examined our records, under the tax statutes, administered by the Department of Treasury. We find all returns and taxes disclosed have been paid to date with the following exceptions:

NONE

This document is not to be construed as a tax clearance necessary for the release of money held in escrow, or for the dissolution of a Michigan corporation, or for the withdrawal of a foreign corporation from Michigan. In addition, this does not constitute a certificate of good standing which is issued by the Department of Consumer and Industry Services.

The Department of Treasury retains its right to conduct an audit of the taxpayer's records and to assert its tax lien, or its claim, for any deficiencies as a result of such audit.

Yours very truly,

A handwritten signature in cursive script, appearing to read "Joe Freer".

Joe Freer, Manager  
Collection Division  
Phone: 517-334-8189

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

99 MAR 19 AM 8:13

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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. Talking Book World Corporation  
(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. Michigan 3. 38-3251378  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. August 2, 1995 5. perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Not Yet  
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 26211 Central Park Blvd #415  
South Field, MI 48076  
(Current mailing address)

8. Sale and Rental of Audio books & Accessories in Retail Stores  
(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: Gavin McGowen

Office Address: 17049 Pines Blvd  
Pembroke Pines, Florida, 33027

(Zip code)

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99 MAR 19 AM 8:13  
SECRETARY OF STATE  
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.

[Signature]  
(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: Richard Simtoob

Address: 5929 Petros Drive  
West Bloomfield, MI ~~480~~ 48324

Vice Chairman: Tyrone Pereira

Address: 12718 Torrey Bluff  
San Diego, CA 92130

Director: Jonny Kest

Address: 1763 Bates  
Birmingham, MI 48009

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

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

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

President: Richard Simtoob

Address: 5929 Petros Drive  
West Bloomfield, MI 48324

Vice President: Tyrone Pereira

Address: 12718 Torrey Bluff  
San Diego, CA 92130

Secretary: Jonny Kest

Address: 1763 Bates  
Birmingham, MI 48009

Treasurer: Jonny Kest

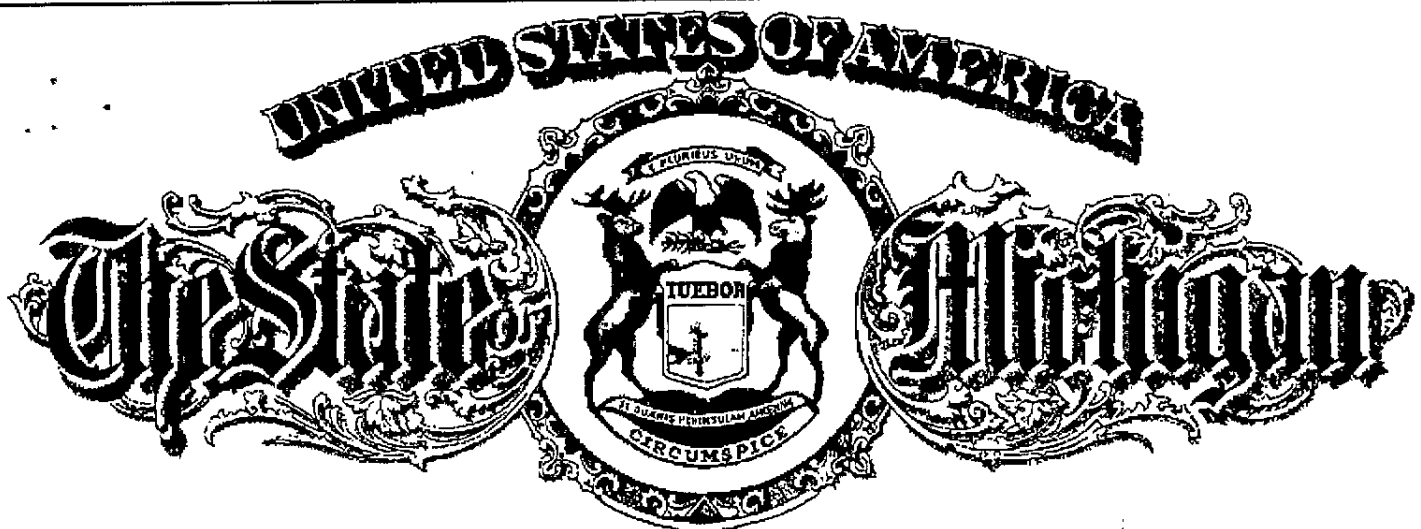
Address: 1763 Bates  
Birmingham, MI 48009

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99 MAR 19 AM 8:13  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

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

14. Richard Simtoob  
(Typed or printed name and capacity of person signing application)



Michigan Department of Consumer and Industry Services

Lansing, Michigan

This is to Certify That

TALKING BOOK WORLD CORPORATION

was validly incorporated on August 2, 1995, as a Michigan profit corporation, and said corporation is validly in existence under the laws of this State.

This certificate is issued to attest to the fact that the corporation is in good standing in this office as of this date and is duly authorized to transact business or conduct affairs in Michigan and for no other purpose. It is in the usual form, made by me as the proper officer, and is entitled to have full faith and credit given it in every court and office within the United States.

FILED
99 MAR 19 AM 8:1
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In testimony whereof, I have hereunto set my hand and affixed the Seal of the Department, in the City of Lansing, this 15th day of March, 1999.

Julie Croll

, Director

Corporation, Securities and Land Development Bureau