

TRANSMITTAL LETTER

F99000003396

TO: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: DCL Associates, Inc.

(Name of corporation - must include suffix)

100002811561--5

-03/19/99--01026--001

****70.00 ****70.00

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.

100002811561--5

-05/30/99--01039--001

***3365.00 ***3365.00

Please return all correspondence concerning this matter to the following:

Dean C. Lovett

(Name of Person)

DCL Associates, Inc.

(Firm/Company)

124Clarke Avenue

(Address)

Palm Beach, Florida 33480

(City/State/Zip)

W99-6656

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

Dean C. Lovett

(Name of Person)

at 561 802-3900

(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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JUL -1 PM 2:05

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FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

March 19, 1999

DEAN C. LOVETT
DCL ASSOCIATES, INC.
124 CLARKE AVE.
PALM BEACH, FL 33480

SUBJECT: DCL ASSOCIATES, INC.
Ref. Number: W99000006656

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We have received your document for DCL ASSOCIATES, 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:

Based upon information provided by the Florida Department of Revenue, pursuant to section 213.053(14), Florida Statutes, it appears that DCL ASSOCIATES, INC. has transacted business in Florida prior to submitting an "Application for Authority to Transact Business in Florida". The information received from the Florida Department of Revenue indicates January 1, 1988, as the initial date of transacting business in the State of Florida. Please contact this office concerning the date first transacted business in Florida.

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 \$12596.25.

If it is determined that the corporation's previous activities in Florida that warranted compliance with Florida's revenue laws did not constitute the transaction of business within the meaning of s. 607.1501, F.S., please provide a sworn affidavit to that effect.

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

Agnes Lunt
Document Specialist

Letter Number: 399A00013773

Certified Public Accountants
444.W. Michigan Avenue
Kalamazoo, Michigan 49007
Ph: 616-384-0219
Fx: 616-384-0237

JAMES SPRINGGATE

RECEIVED
MAY 13 1999

Office of General Counsel
Department of State

May 4, 1999

Florida Department of State
Division of Corporations
Attention: Gerald York, General Counsel
P.O. Box 6327
Tallahassee, Florida 32314

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SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
99 JUL -1 PM 2:05

DCL Associates, Inc.
Ref. Number W99000006656
Letter Number 399A00013773

Dear Mr. York:

We are responding on behalf of the above named corporation to the letter dated March 19, 1999 (copy enclosed) from the Florida Department of State, indicating the receipt by the Division of Corporations of the Application by Foreign Corporation for Authorization to Transact Business in Florida.

The letter states that DCL's application has been retained due to information from the Florida Department of Revenue indicating that DCL began transacting business in Florida on January 1, 1988. The letter goes on to explain the civil penalties and annual report fees due to the Florida Department of State being \$12,596.25 for the period from January 1, 1988 to the present.

DCL Associates, Inc. is a consulting business. Dean Lovett, the president and sole shareholder of DCL relied on professionals to guide him as to the proper legal and tax filings for DCL during the period of transition of DCL's operations from state to state. He was not made aware of the requirement to register DCL with the State of Florida upon the commencement of business there.

Immediately upon receipt of the enclosed letter explaining the requirements for registration, steps were taken to register DCL Associates, Inc. and receive the authorization to do business in Florida. DCL first began transacting business in Florida on January 1, 1994. Business operations were transferred to Maryland in 1995 and back to Florida from 1996 to the present. There was no intentional disregard for the law on the part of DCL or it's shareholder and we therefore request on their behalf that the civil penalties be abated for the years of non-qualification and that the Florida Department of

JAMES M. SPRINGGATE

State accept the payment of the annual report fees for the years that DCL Associates, Inc. transacted business in Florida (1994, 1996, 1997 and 1998) and grant DCL Associates, Inc. the authority to transact business in Florida.

Please contact us if you have any further questions regarding this matter.

Sincerely,


Carol E. Duck

Enclosures

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JUL - 1 PM 2:05



Department of State

Memorandum Office of the General Counsel

→ Kano
pls. handle
glt

TO: File

FROM: Gerard York, Assistant General Counsel

DATE: June 21, 1999

RE: DCL Associates

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 1994 of \$865 and foreign non-qualified penalties for the same period of \$ 2500 assessed at the statutory minimum of \$ 500 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

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RECEIVED
BUREAU OF
PLANNING, ECONOMIC AND
COMMUNITY DEVELOPMENT
99 JUN 23 AM 9:03

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. DCL Associates, 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
(State or country under the law of which it is incorporated)
3. 52-1582089
(FEI number, if applicable)
4. October 9, 1986
(Date of incorporation)
5. Perpetual
(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. 124 Clarke Avenue

Palm Beach, Florida 33480

(Current mailing address)

To engage in any lawful act or activity for which corporations may
be organized under the General Corporation Law of Delaware

8. _____
(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: Dean C. Lovett

Office Address: 124 Clarke Avenue

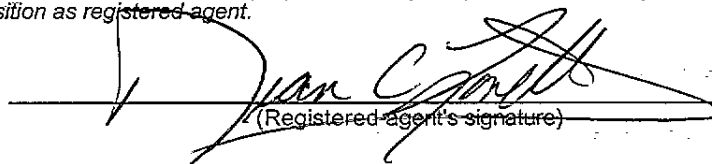
Palm Beach,

Florida, 33480

(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.

12. Names and addresses of officers and/or directors: (Street address **ONLY** -- P.O. Box **NOT** acceptable)

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A. DIRECTORS (Street address only - P.O. Box NOT acceptable)Chairman: Dean C. LovettAddress: 124 Clarke AvenuePalm Beach, Florida 33480Vice Chairman: Same

Address: _____

Director: Same

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only - P.O. Box NOT acceptable)President: Dean C. LovettAddress: 124 Clarke AvenuePalm Beach, Florida 33480Vice President: Same

Address: _____

Secretary: Same

Address: _____

Treasurer: Same

Address: _____

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 DIVISION OF CORPORATIONS
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NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.13. 

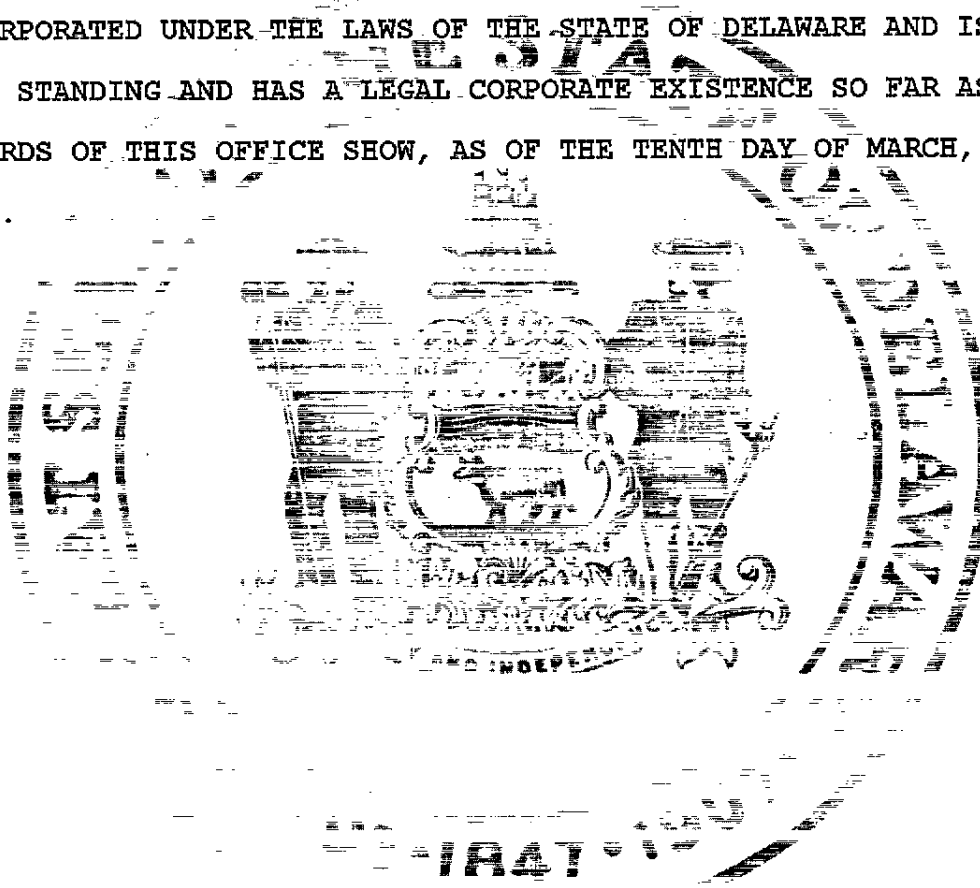
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Dean C. Lovett, President

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

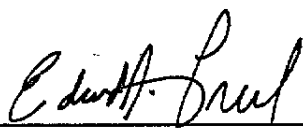
State of Delaware
Office of the Secretary of State PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "DCL ASSOCIATES, 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 TENTH DAY OF MARCH, A.D. 1999.



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SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JUL - 1 PM 2:05




Edward J. Freel, Secretary of State

2104128 8300
991091925

AUTHENTICATION: 9618634
DATE: 03-10-99