

F99 00000 3553**TRANSMITTAL LETTER**

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: DREISS RESEARCH 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:

700002804047--8**-03/12/99--01056--001*********70.00 *****70.00**DIANA NEWKIRK

(Name of Person)

DREISS RESEARCH CORPORATION

(Firm/Company)

7821 ESTANCIA ST.

(Address)

CARLSBAD CA 92009

(City/State/Zip)

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

DIANA NEWKIRK

(Name of Person)

at (760) 944-8950

(Area Code & Daytime Telephone Number)

~~1099-6078~~
P-8 689

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

F99-3553

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

LEFKOWITZ & BLOOM, P.A.

ATTORNEYS AND COUNSELORS AT LAW

IVAN M. LEFKOWITZ*
GWEN D. BLOOM+

430 NORTH MILLS AVENUE
ORLANDO, FLORIDA 32803
TELEPHONE (407) 425-1974
FACSIMILE (407) 425-1981

Of Counsel
DAVID RHETT BAKER
JOSEPH I. GOLDSTEIN

- * BOARD CERTIFIED IN TAXATION AND
MASTER OF LAWS IN ESTATE PLANNING
- + ALSO ADMITTED IN MASSACHUSETTS

March 10, 1999

Attn: Corporations Division
Secretary of State
Bureau of Corporate Records
Post Office Box 6327
Tallahassee, Florida 32314

Re: Dreiss Research Corp.

Dear Sir or Madam:

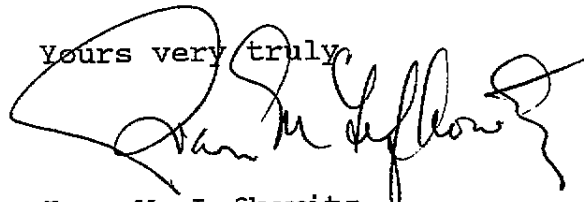
In connection with the above referenced corporation, in order to register it as a foreign corporation licensed to do business in Florida, enclosed herewith please find the following documents:

1. Application by Foreign Corporation for Authorization to Transact Business in the Florida, including Registered agent's acceptance.
2. State of Delaware certification of good standing.
3. Transmittal Letter.

A check is also enclosed in the total amount of \$70.00 to cover the filing fee.

If there are any questions, please do not hesitate to contact me.

Yours very truly,



Ivan M. Lefkowitz

IML:glg
Enclosures
cc: Edward W. Dreiss, President

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FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

March 12, 1999

DIANA NEWKIRK
DREISS RESEARCH CORPORATION
7821 ESTANCIA ST.
CARLSBAD, CA 92009

SUBJECT: DREISS RESEARCH CORPORATION
Ref. Number: W99000006078

We have received your document for DREISS RESEARCH CORPORATION and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

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 \$1150.00.

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) 487-6094.

Agnes Lunt
Document Specialist

Letter Number: 499A00011973

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FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

June 8, 1999

DIANA NEWKIRK
DREISS RESEARCH CORPORATION
7821 ESTANCIA ST.
CARLSBAD, CA 92009

SUBJECT: DREISS RESEARCH CORPORATION
Ref. Number: W99000006078

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 DREISS RESEARCH CORPORATION.

The referenced application states that the corporation has transacted business in the State of Florida since June 1, 1998. You were notified by letter dated March 12, 1999, that because of failure to obtain a certificate of authority prior to transacting business in the State of Florida, the corporation is liable for \$1150.00 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) 487-6051.

Gretchen Harvey
Document Specialist Supervisor Letter No. 499A00030856

Enclosure

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**DREISS RESEARCH CORPORATION**

MEMBER NATIONAL FUTURES ASSOCIATION

July 6, 1999

Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

Attn: Gretchen Harvey, Document Specialist Supervisor
RE: W99000006078, Letter No. 499A00030856

This letter is in response to your letter, dated June 8, 1999, regarding the application by foreign corporation for authorization to transact business in Florida submitted for Dreiss Research Corporation.

This application indicated that Dreiss Research Corporation (DRC) began transacting business in Florida on or about June 1, 1998. From that time to the present our only business activity in Florida involves subcontracting with a Florida company for administrative tasks, i.e. bookkeeping, accounting and account record maintenance. We were unaware when the application was submitted that under the Florida statute 607.1501(2) this activity does not constitute transacting business in the state. The activities DRC currently participates in are covered in items (d), (f), and (i) of this statute, which "do not constitute transacting business within the meaning of subsection (1)". We reviewed your letter and the statute with a Florida attorney who confirmed that DRC is, in fact, exempt from requiring authorization to transact business at this time.

Our good faith intent when the application was submitted was to establish authorization to transact business in keeping with Florida State requirements. Dreiss Research Corporation would like to register as a foreign corporation in the state of Florida as we may participate in activities requiring that we be authorized in this capacity in the future.

We are requesting at this time that the \$1000 penalty be waived, as it is not applicable. In addition, we would like to be advised of the next appropriate action on our part to register in the state of Florida as a foreign corporation based on the possibility that we may transact business in the state in the future.

Best regards,

Edward Dreiss
President, Dreiss Research Corporation

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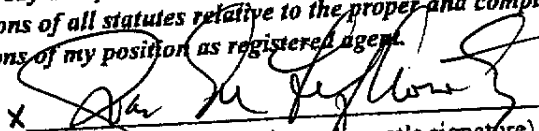
APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

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. DREISS RESEARCH 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. DELAWARE
(State or country under the law of which it is incorporated)
3. 94-3140946
(FEI number, if applicable)
4. AUGUST 1, 1991
(Date of incorporation)
5. PERPETUAL
(Duration: Year corp. will cease to exist or "perpetual")
6. JUNE 1, 1998
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 300 INTERNATIONAL PARKWAY, SUITE 184
HEATHROW FL 32746
(Current mailing address)
8. TO ENGAGE IN ANY LAWFUL ACT OR ACTIVITY FOR WHICH CORPORATIONS MAY BE ORGANIZED UNDER DELAWARE CORPORATION LAW.
(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: IVAN M. LEFKOWITZ, ESQ.
Office Address: 430 NORTH MILLS AVENUE
ORLANDO, Florida, 32803
(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.

X 
(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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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: EDWARD W. DREISS

Address: 14 PENRYN AVE
CITY BEACH, WA 6015 AUSTRALIA

Vice Chairman: ALLAN L. LEONARD III

Address: 1618 VIA LA PLAZA
LAKE SAN MARCOS, CA 92069

Director: ARTHUR R. VON WALDBURG

Address: 100 LARKSPUR LANDING CIRCLE, SUITE 100
LARKSPUR, CA 94939

Director: GARY T. HIRST

Address: 300 INTERNATIONAL PARKWAY, SUITE 184
HEATHROW, FL 32746

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

President: EDWARD W. DREISS

Address: 14 PENRYN AVE
CITY BEACH, WA 6015 AUSTRALIA

Vice President: ALLAN L. LEONARD III

Address: 1618 VIA LA PLAZA
LAKE SAN MARCOS, CA 92069

Secretary: ARTHUR R. VON WALDBURG

Address: 100 LARKSPUR LANDING CIRCLE, SUITE 100
LARKSPUR, CA 94939

Treasurer: _____

Address: _____

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

13. [Signature], PRESIDENT

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

14. EDWARD W. DREISS, PRESIDENT

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

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "DREISS RESEARCH CORPORATION" 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 NINETEENTH DAY OF FEBRUARY, A.D. 1999.

2269950 8300

991064608



Edward J. Freel
Edward J. Freel, Secretary of State

AUTHENTICATION:

02-19-99

DATE:

991064608