

Document Number Only

C T CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 (850)222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

700002947377--7

-08/02/99--01090--010

*****70.00 *****70.00

700002947377--7

-08/11/99--01091--001

***1965.88 ***1965.00

A. Sulka & Company Ltd. Inc

W99-17824

Wt 8/11

FILED

AUG 11 PM 3:23

SECRETARY OF STATE
TALLAHASSEE FLORIDA

☒ Profit

☐ NonProfit

☐ Limited Liability Company

☒ Foreign

☐ Amendment

☐ Merger

☐ Dissolution/Withdrawal

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Reservation

☐ Change of R.A.

☐ Limited Liability Partnership

☐ Fictitious Name

☐ Certified Copy

☐ Photo Copies

☐ CUS

☐ Call When Ready

☐ Call if Problem

☐ After 4:30

☒ Walk In

☐ Will Wait

☒ Pick Up

☐ Mail Out

Name
Availability
Document Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

8/2/99

PLEASE RETURN EXTRA COPY(S)

FILE STAMPED

THANKS

JOEY

RECEIVED
AUG 11 11:33

VEDDER PRICE

VEDDER, PRICE, KAUFMAN & KAMMHOLZ
805 THIRD AVENUE
NEW YORK, NEW YORK 10022-2203
212-407-7700
FACSIMILE: 212-407-7799

EDWARD J. WALSH, JR.
212-407-7740

A PARTNERSHIP INCLUDING VEDDER, PRICE, KAUFMAN & KAMMHOLZ, P.C.
WITH OFFICES IN CHICAGO AND NEW YORK CITY

July 22, 1999

Qualification/Tax Lien Section
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

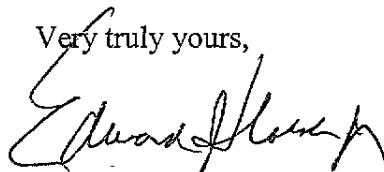
Re: A. Sulka & Company Ltd.

Gentlemen:

We are attorneys for A. Sulka & Company, Ltd. Simultaneously herewith C T Corporation System is filing on behalf of Sulka an application for authority to transact business in Florida. As you will see, paragraph 6 of the application indicates that Sulka has been doing business in Florida since May 1996. C T has cautioned us that a penalty may be imposed because of our client's conducting business in Florida without qualification. We would hope that some part or all of the penalty could be abated for the following reasons.

Our client is the subsidiary of a United Kingdom corporation. Its failure to qualify was entirely inadvertent. It had not been advised of the necessity to do so. More importantly our client has regularly paid sales and other taxes to the state of Florida since the inception of its business there. We provide a computer printout of the sales taxes which were paid to the State of Florida since May of 1996. Sulka has also paid local real estate, licensing and occupational taxes imposed by Bal Harbor where its shop is located. Sulka has great plans for the expansion of its business in Florida. We are hopeful that its inadvertent failure to qualify will not have the harsh consequences that CT Corporation System has warned us to anticipate. Thank you for your cooperation.

Very truly yours,



Edward J. Walsh, Jr.

enc



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

August 2, 1999

CT CORPORATION SYSTEM
ATTN: JOEY

SUBJECT: A. SULKA & COMPANY LTD. INC.
Ref. Number: W99000017824

We have received your application and letter, and they have been forwarded to our General Counsel.

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

Lee Rivers
Document Specialist

Letter Number: 499A00039084



Department of State

Memorandum Office of the General Counsel

TO: File

FROM: Gerard York, Assistant General Counsel

DATE: August 10, 1999

RE: A. Sulka & Company, Ltd.

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 \$465.00 and foreign non-qualified penalties for the same period of \$1500.00 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

FILED
99 AUG 11 PM 3:23
SECRETARY OF STATE
TALLAHASSEE FLORIDA

27

VEDDER PRICE

VEDDER, PRICE, KAUFMAN & KAMMHOLZ
805 THIRD AVENUE
NEW YORK, NEW YORK 10022-2203
212-407-7700
FACSIMILE: 212-407-7799

EDWARD J. WALSH, JR.
212-407-7740

A PARTNERSHIP INCLUDING VEDDER, PRICE, KAUFMAN & KAMMHOLZ, P.C.
WITH OFFICES IN CHICAGO AND NEW YORK CITY

August 6, 1999

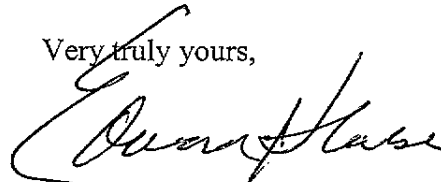
Gerard T. York, Esq.
Office of General Counsel - LL-10
The Capitol
Tallahassee, FL 32399-0250

Re: A. Sulka & Company Ltd.

Dear Mr. York:

On behalf of our client A. Sulka & Company, Ltd. we enclose a check payable to the Department of State, Division of Corporations in the amount of \$1965.00. We look forward to your issuance of a certificate of authority to transact business in Florida. Thank you for your cooperation.

Very truly yours,



Edward J. Walsh, Jr.

FILED
99 AUG 11 PM 3:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

caa
enc

cc: Andrew J. Merriman

RECEIVED

AUG 10 1999
Office of General Counsel
Department of State

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. A. Sulka & Company Ltd. 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. 22-2469169

(FEI number, if applicable)

4. June 21, 1983

(Date of Incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. May 1996

(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.)

7. 111 Eighth Avenue

New York NY 10011

(Current mailing address)

8. To engage in any and all activities as allowed under the laws of the state of Florida.

(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 acceptable)

Name: CT Corporation System

Office Address: 1200 South Pine Island Road

Plantation

, Florida, 33324

(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.

Jonathan R. Giddings
Assistant Secretary

(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.

FILED
99 AUG 11 PM 3:23
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: Joseph Kanoui

Address: 111 Eighth Avenue

New York NY 10011

Vice Chairman:

Address:

Director: Dr. Mario Soares

Address: 111 Eighth Avenue

New York NY 10011

Director:

Address:

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

Vice President: Gary L. Wasserman

Address: 111 Eighth Avenue

New York NY 10011

Vice President: Andrew J. Merriman

Address: 111 Eighth Avenue, New York NY 10011

Secretary: Andrew J. Merriman

Address: 111 Eighth Avenue, New York, NY 10011

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.

Andrew J. Merriman, Vice President

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

FILED
99 AUG 11 PM 3:23
SECRETARY OF STATE
TALLAHASSEE FLORIDA

State of Delaware

PAGE 1

Office of the Secretary of State

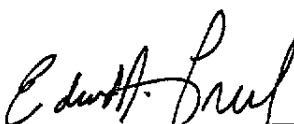
I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "A. SULKA & COMPANY LTD." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-SIXTH DAY OF APRIL, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

FILED
99 AUG 11 PM 3:23
SECRETARY OF STATE
TALLAHASSEE FLORIDA




Edward J. Freel, Secretary of State

2011469 8300

991162399

AUTHENTICATION:

DATE:

9706756

04-26-99