



F99000005532

September 13, 1999

Qualification/Tax Lien Section  
Division of Corporations  
409 E. Gaines St  
Tallahassee FL 32399

900002990139--5  
-09/17/99--01086--002  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: Application for Certificate of Authority

900002990139--5  
-10/27/99--01070--002  
\*\*\*1300.00 \*\*\*1300.00

Dear Sir or Madam:

Enclosed you will please find our application for a Certificate of Authority to transact business in Florida. The required documentation and filing fee are also enclosed.

If you have any questions or need further information to complete the processing of this application, please feel free to contact me at 214/373-4700, extension 278.

Sincerely,  
Fixture Perfect International, Inc.

*Geneva Jackson*  
Geneva Jackson  
Tax Manager

00855/00734/00671  
\$2300.00

~~W99-211123~~

FILED  
99 OCT 26 PM 11:40  
SECRETARY OF STATE  
TALLAHASSEE, FL 32304  
D-27-99



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

September 21, 1999

GENEVA JACKSON  
FIXTURE PERFECT INTERNATIONAL, INC.  
8950 N. CENTRAL EXPWY., STE. 400  
DALLAS, TX 75231

SUBJECT: FIXTURE PERFECT INTERNATIONAL, INC.  
Ref. Number: W99000021663

We have received your document for FIXTURE PERFECT INTERNATIONAL, 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:

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 \$2,300.00.

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) 487-6025.

Trevor Brumbley  
Document Specialist

Letter Number: 099A00046113

FILED  
99 OCT 26 PM 1:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



FIXTURE PERFECT INTERNATIONAL

September 27, 1999

Florida Department of State  
Division of Corporations  
P O Box 6327  
Tallahassee FL 32314

Re: Application for Certificate of Authority  
Reference Number W99000021663

Dear Sir or Madam:

In July 1999, I joined Fixture Perfect International, Inc. (FPI) as Tax Manager. One of my first tasks was to ensure that we were in compliance with all state licensing requirements. Unfortunately, I determined that FPI had no authorization to conduct business in the State of Florida.

Prior to my employment with FPI, the company was uninformed of the requirements necessary to permit them to conduct business in the State. I believe that their non-compliance was not a conscious decision and that their failure to apply for authority was not due to willful neglect or flagrant disregard of the State's laws and regulations. Rather, in the practical business of a relatively small company operating in a new multistate environment, it is difficult to be educated in all states' laws. This is particularly true when the company makes only isolated transactions and does not regularly and consistently engage in business in the state as has been the case with Florida.

We sincerely regret our error and believe that our willingness to come forward is evidence that we wish to comply with all Florida laws and regulations. Our objective is become a corporation in good standing with the State.

We respectfully request consideration of the abatement or reduction of penalties associated with the late filing. Your consideration of this request is sincerely appreciated. We are interested in gaining full compliance with the laws of Florida as soon as possible. Please contact me at 214/373-4700, extension 278 at your earliest convenience so that we may resolve the matter expeditiously in a way that will benefit both the State and FPI.

Sincerely,  
Fixture Perfect International, Inc.

*Geneva Jackson*

Geneva Jackson  
Tax Manager

FILED  
99 OCT 26 PM 1:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



**FLORIDA DEPARTMENT OF STATE**

**Katherine Harris**

**Secretary of State**

**OFFICE OF THE GENERAL COUNSEL**

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**F A C S I M I L E   T R A N S M I T T A L**

**TO FAX NUMBER: (214) 373-6612**

**Please deliver the following pages to:**

**NAME: Geneva Jackson**

**COMPANY: Fixture Perfect International, Inc.**

**CITY/STATE: Dallas, Texas**

**SENDER: Gerard T. York, Esq.,  
Assistant General Counsel**

**DATE/TIME: 10/05/99 4:30 PM**

**NUMBER OF PAGES (including transmittal sheet):2**

**FROM FAX: 850/922-5763 (Suncom 292-5763)**

**FILED**  
**99 OCT 26 PM 1:40**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

**COMMENTS: This communication is pursuant to the application for a Certificate of Authority filed by Fixture Perfect International, Inc. and our conversation of this date regarding annual report fees and statutory penalties assessed against Fixture Perfect International, Inc. under section 607.1502(4), Florida Statutes.**

**We would offer to settle the issue of foreign non-qualified penalties from Fixture Perfect International, Inc. for the sum of \$1300.00 reflecting annual report fees from 1997 of \$300.00 and penalties from 1997 of \$1000.00 assessed at the statutory minimum of \$500.00 per year.**

**Upon receipt of a check for \$1300.00 amount payable to the Department of State, Division of Corporations, I will instruct the Division of Corporations to issue Fixture Perfect International, Inc., a Certificate of Authority to transact business in Florida. Please mail the check to this attorney at: Office of General Counsel, LL-10, The Capitol, Tallahassee, Florida 32399-0250. Please do not hesitate to contact me should you have any questions.**

**If there are any problems in receiving this transmission, call Jane at 850/414-5536 or Suncom 994-5536.**

**LL-10 • THE CAPITOL • TALLAHASSEE, FLORIDA 32399-0250**

**FILED**  
**99 OCT 26 PM 1:40**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**



October 19, 1999

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

Re: Application for Certificate of Authority

Dear Mr. York:

Enclosed you will please find a check in the amount of \$1,300.00 for the assessment of foreign non-qualified penalties. I have also attached copies of previous correspondence related to this matter. Your consideration of our request for a reduction of penalties is greatly appreciated.

If you have any questions or need further information to complete the processing of this application, please feel free to contact me at 214/373-4700, extension 278.

Sincerely,  
Fixture Perfect International, Inc.

Geneva Jackson  
Tax Manager

FILED  
99 OCT 26 PM 1:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



# *Department of State*

## *Memorandum Office of the General Counsel*

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TO: File

FROM: Gerard York, Assistant General Counsel

DATE: October 25, 1999

RE: Fixture Perfect International, Inc.

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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 1997 of \$300.00 and foreign non-qualified penalties of \$ 1000.00 assessed at the statutory minimum. Corporation 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 OCT 26 PM 1:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

# APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACTION BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO  
REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA.

1. Fixture Perfect International, 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. Texas

(State or country under the law of which it is incorporated)

3. 75-2682681

(FEI number, if applicable)

4. December 1996

(Date of incorporation)

5. Perpetual

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

6. 3-31-97

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

7. 8950 N. Central Expwy, Suite 400

Dallas, Tx 75231

(Current mailing address)

8. Installation of store fixtures

(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: C T 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.*

Randy A. Shelley

(Registered agent's signature)

**RANDY A. SHELLEY**

**SPECIAL ASSISTANT SECRETARY**

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: \_\_\_\_\_

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

Vice Chairman: \_\_\_\_\_

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

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

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

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

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

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

President: Richard L. Davis

Address: 4328 Beverly Drive

Dallas, Tx 75205

Vice President: \_\_\_\_\_

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

Secretary: Sheree Davis

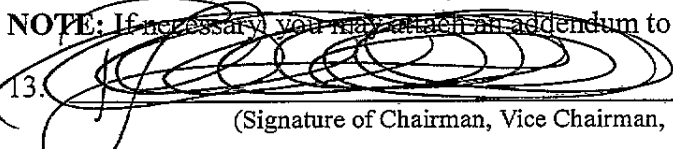
Address: 4328 Beverly Drive

Dallas, Tx 75205

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. Richard L. Davis, President

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

FILED  
99 OCT 26 PM 1:40  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

## TRANSMITTAL LETTER

To: Qualification/Tax Lien Section  
Division of Corporations

SUBJECT: Fixture Perfect International, Inc.

(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

Geneva Jackson

(Name of Person)

Fixture Perfect International, Inc.

(Firm/Company)

8950 N. Central Expy Ste 400

(Address)

Dallas, Tx 75231

(City/State/Zip)

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

Geneva Jackson

(Name of Person)

at

214-373-4700, ext 278

(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  
99 OCT 26 PM 1:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



# The State of Texas

## SECRETARY OF STATE

IT IS HEREBY CERTIFIED that  
Articles of Incorporation of

FIXTURE PERFECT INTERNATIONAL, INC.  
File No. 1426833-0

were filed in this office and a certificate of incorporation was issued to this corporation,  
and no certificate of dissolution is in effect and the corporation is currently in existence.

FILED  
99 OCT 26 PM 1:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*IN TESTIMONY WHEREOF, I have hereunto  
signed my name officially and caused to be  
impressed hereon the Seal of State at my office in  
the City of Austin, on August 30, 1999.*



  
DLM

Elton Bomer  
Secretary of State