

# F99000006226

## TRANSMITTAL LETTER

To: Registration Section  
Division of Corporations

SUBJECT: Cooper's Steel Fabricators 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:

500003017425--9  
-10/18/99--01118--002  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Holly Rittenberry  
(Name of Person) 500003017425--9

Cooper's Steel Fabricators, Inc.  
(Firm/Company) -12/02/99--01080--001  
\*\*\*2526.25 \*\*\*2526.25

503 North Hillcrest Drive  
(Address)

Shelbyville, TN 37160  
(City/State/Zip)

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

Holly Rittenberry at ( 931 ) 684-7962  
(Name of Person) (Area Code & Daytime Telephone Number)

**STREET ADDRESS:**

Registration Section  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32399

**MAILING ADDRESS:**

Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

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FILED  
SECRETARY OF STATE  
TALLAHASSEE, FL 32314

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

1199-24317  
00789 | 00194 | 00734 | 00608 | 00672  
8-28-78 | \$22,740.25

12-2-99



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

October 21, 1999

HOLLY RITTENBERRY  
COOPER'S STEEL FABRICATORS, INC.  
503 NORTH HILLCREST DRIVE  
SHELBYVILLE, TN 37160

SUBJECT: COOPER'S STEEL FABRICATORS, INC.  
Ref. Number: W99000024317

We have received your document for COOPER'S STEEL FABRICATORS, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Based upon information provided by the Florida Department of Revenue, pursuant to section 213.053(14), Florida Statutes, it appears that COOPER'S STEEL FABRICATORS, 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 August 28, 1978, 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 \$22,746.25.

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 \$22,746.25.

The designation of the registered office and the registered agent, both at the same Florida street address, must be contained within the document pursuant to Florida Statutes. The registered agent must sign accepting the designation as required by Florida Statutes.

If you have any questions concerning the filing of your document, please call (850) 487-6025.

SECRET  
ALLAH...  
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FILED

Trevor Brumbley  
Document Specialist

Letter Number: 399A00050817

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



P.O. Box 149 (Zip Code 37162)  
503 North Hillcrest Drive • Shelbyville, TN 37160  
(615) 242-6632 • (931) 684-7962 FAX (931) 684-7968

November 2, 1999

Ms. Trevor Brumbley, Document Specialist  
Florida Department of State  
Division of Corporations  
PO Box 6327  
Tallahassee, Florida 32314

Re: W99000024317

Dear Ms. Brumbley:

In response to your letter to Mrs. Holly Rittenberry, dated October 21, 1999, I submit the following information to you. Hopefully, this information is sufficient for us to obtain a certificate of authority to transact business in Florida.

The nature of our business is the subcontracting of steel work in commercial and industrial buildings. We ALWAYS work for a licensed general contractor on any project.

Our tax records will clearly show that we first worked in Florida in the year 1990 and our CPA firm prepared a tax return for that year which we filed. If you look at the attached copy of the tax return for the year ended 8/31/90, you will see that it is marked "initial return". Since one of the pieces of information our CPA firm routinely requires from us is a list of jobs by state, we feel very confident that this information about the date of our first work in Florida is correct.

Over the last nine years, we have worked on a total of three projects in the state of Florida. Tax returns were filed to pay taxes in each of the years we worked as well as other years. A copy of those returns is attached.

At the time we first worked in Florida, the company was literally a "mom and pop" operation that tried as hard as we could to comply with the laws of each state in which we worked. The company had no full time treasurer or compliance person; instead, the company leaned on our CPA firm to file whatever we needed to file. Failure to obtain a certificate to transact business in Florida was an unintentional oversight with no ill motive on the part of the company as evidenced by the fact that we paid our corporate taxes returns for the years involved.

We respectfully request you to accept our application for a certificate to transact business in Florida and to waive the civil penalties for our failure to obtain this certificate previously. If further information is needed, we will be glad to provide it to you.

Sincerely,

A handwritten signature in dark ink, appearing to read 'Barry D. Cooper', written over a horizontal line.

Barry D. Cooper, Treasurer

attachments

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TALLAHASSEE, FLORIDA



**FLORIDA DEPARTMENT OF STATE**  
**Katherine Harris**  
**Secretary of State**  
**OFFICE OF THE GENERAL COUNSEL**

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**FACSIMILE TRANSMITTAL**

**TO FAX NUMBER: (931) 684-7968**

**Please deliver the following pages to:**

**NAME: Barry D. Cooper**

**COMPANY: Cooper Steel**

**CITY/STATE: Shelbyville, Tennessee**

**SENDER: Gerard T. York, Esq.,**  
**Assistant General Counsel**  
**(850) 414-5536**

**DATE/TIME: 11/16/99 4:55 PM**

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

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

**COMMENTS: This communication is subsequent to our telephone conversation of this date. Assuming Cooper Steel has transacted business in Florida since 1990, annual report fees and statutory penalties which could be assessed against your company under section 607.1502(4), Florida Statutes would be \$10526.25.**

**To avoid litigation, we would offer to settle the issue of annual report fees and foreign non-qualified penalties from Cooper Steel for the sum of \$2526.25 reflecting**

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TALLAHASSEE, FLORIDA

annual report fees from 1990 of \$1526.25 and statutory penalties assessed in a lump sum of \$1000.00.

Upon receipt of a check in that amount payable to the Department of State, Division of Corporations, I will instruct the Division of Corporations to issue Cooper Steel a Certificate of Authority to transact business in Florida. If your company is interested in accepting this offer, 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 Cara at 850/414-5536 or Suncom 994-5536.

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

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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: November 29, 1999

RE: Cooper Steel Fabricators, Inc.

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Based on my review of the file and the payment received from the corporation, it is my recommendation that this file be closed. Corporation has previously paid annual report fees from 1990 of \$1526.25 and statutory penalties for the same period of \$1000.00 assessed in a lump sum to avoid litigation. Accordingly, it is recommended that this corporation be issued a certificate of authority.

/gty

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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. Cooper's Steel Fabricators 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. Tennessee (State or country under the law of which it is incorporated)
3. 62-1040167 (FEI number, if applicable)

4. August 28, 1978 (Date of incorporation)
5. Perpetual (Duration: Year corp. will cease to exist or "perpetual")

6. Job to begin November 1999
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. a. 503 North Hillcrest Dr, Shelbyville, TN 37160
(Principal office address)

b. P.O. Box 149 Shelbyville, TN 37162-0149
(Current mailing address)

8. Structural Steel Erection
(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: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida 32301
(Zip code)

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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.

Laura R. Dunlap
(Registered agent's signature)
Laura R. Dunlap, as it's agent

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 business addresses of officers and/or directors:

A. DIRECTORS

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

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

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

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

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

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

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

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

B. OFFICERS

President: J. Kenneth Cooper

Address: P. O. Box 149

Shelbyville, TN 37162-0149

Vice President: Gary K. Cooper

Address: P. O. Box 149

Shelbyville, TN 37162-0149

Secretary: Faye W. Cooper

Address: P. O. Box 149

Shelbyville, TN 37162-0149

Treasurer: Barry D. Cooper

Address: P. O. Box 149

Shelbyville,

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TALLAHASSEE, FLORIDA

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. Barry D. Cooper, Treasurer

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

**Secretary of State  
Corporations Section**

**James K. Polk Building, Suite 1800  
Nashville, Tennessee 37243-0306**

ISSUANCE DATE: 10/08/1999  
REQUEST NUMBER: 99281501  
TELEPHONE CONTACT: (615) 741-6488

CHARTER/QUALIFICATION DATE: 08/28/1978  
STATUS: ACTIVE  
CORPORATE EXPIRATION DATE: PERPETUAL  
CONTROL NUMBER: 0055684  
JURISDICTION: TENNESSEE

TO:  
COOPER STEEL  
AT: H. RITTENBERRY  
PO BOX 149  
SHELBYVILLE, TN 37160

REQUESTED BY:  
COOPER STEEL  
AT: H. RITTENBERRY  
PO BOX 149  
SHELBYVILLE, TN 37160

**CERTIFICATE OF EXISTENCE**

I, RILEY C DARNELL, SECRETARY OF STATE OF THE STATE OF TENNESSEE DO HEREBY CERTIFY THAT  
"COOPER'S STEEL FABRICATORS, INC. ( " " )"

IS A CORPORATION DULY INCORPORATED UNDER THE LAW OF THIS STATE WITH DATE OF  
INCORPORATION AND DURATION AS GIVEN ABOVE;  
THAT ALL FEES, TAXES, AND PENALTIES OWED TO THIS STATE WHICH AFFECT THE  
EXISTENCE OF THE CORPORATION HAVE BEEN PAID;  
THAT THE MOST RECENT CORPORATION ANNUAL REPORT REQUIRED HAS BEEN FILED  
WITH THIS OFFICE; AND  
THAT ARTICLES OF DISSOLUTION HAVE NOT BEEN FILED; AND  
THAT ARTICLES OF TERMINATION OF CORPORATE EXISTENCE HAVE NOT BEEN FILED

FILED  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FOR: REQUEST FOR CERTIFICATE

ON DATE: 10/08/99

FROM:  
COOPER STEEL FABRICATORS, INC.  
P.O. BOX 257  
503 N. HILLCREST  
SHELBYVILLE, TN 37160-0000

RECEIVED: FEES \$20.00 \$0.00  
TOTAL PAYMENT RECEIVED: \$20.00

RECEIPT NUMBER: 00002558305  
ACCOUNT NUMBER: 00184221



*Riley C Darnell*

RILEY C. DARNELL  
SECRETARY OF STATE