

MO4000001275

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

Charlson Broadcast Technologies  
1895 Airport Exchange Blvd.  
Ste. 170  
Erlanger, Ky. 41018

Certified Co

Special Instructions to Filing Officer:

Name

Availability

Document

Examiner

Updater

Under

Verifier

Acknowledgment

N. P. Verifier

Office Use Only

PF only

PF \$500.00

AR's 250.00

FF \$125.00

875.00



900025524549

03/31/04--01018--023 \*\*750.00

12/18/03--01049--008 \*\*125.00

~~W04 1168~~

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
04 MAR 31 PM 11:55

# ***Charlson Broadcast Technologies, LLC***

*1895 Airport Exchange Boulevard, Suite 170, Erlanger, KY 41018 \* (859) 283-3000  
FAX \* (859) 283-3001*

November 26, 2003

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

Dear Madam/ Sir:

It has come to my attention you have not received an Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida. Please forgive this oversight.

In April and May of 1999, I contacted various Florida agencies in anticipation of Charlson Broadcast Technologies, LLC (CBT) beginning some activities in Florida as a seasonal vendor( see attached). Among these were the Florida Department of Revenue and the Florida Division of Pari- Mutual Wagering (See attached Memo(s)). In May of 1999 CBT began activities in Florida; those activities consist of providing video broadcasting for Calder Race Course, allowing, among other things, interstate simulcasting of racing signals.

Since beginning the activities in Florida, CBT has been diligent in filing all tax returns it was aware were applicable, and promptly paying all related taxes. This would include all payroll and sales tax, racing licensing, personal property tax and income taxes. To date, CBT has paid \$77,150.80 in personal property taxes alone.

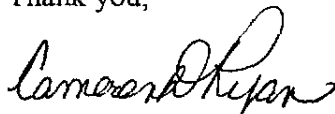
Please note on 4/13/99 I contacted (800) 488-9000 and requested forms to register to do business in the State of Florida. On 5/13/99 I filed the forms sent -an Application to Collect Taxes, noting CBT was a new business. Since that time, despite filing all tax returns and paying all related taxes, CBT, LLC has not received notice of a failure to make any required application or registration to do business. I would have expected that if the company had been remiss in any filing we would have received notice; had we

received such notice, the company would certainly have promptly complied with any applicable application or registration.

Given the above facts and circumstances, I would respectfully request any penalties for late filing or late payment of fees be waived. I assure you CBT will continue to comply with all regulations as we know them.

Please accept the attached Application and excuse the inadvertent delay in filing.

Thank you,



Cameron D. Ryan

Memo  
From CDRyan  
4/13/99

Re: Florida Sales/ Use Tax

On 4/2/99 CDR contacted the Florida Department of Revenue , ((850) 922-9645) inquiring of steps to take to register for sales tax numbers in Florida. CDR explained the nature of the business CBT would be doing in Florida, ie Calder Race Track filming.

CDR was advised the Department would send CBT a DRI application for sales tax registration. CDR asked that the department also send info, ie. booklets, explaining Florida sales tax regulations.

On 4/13/99 CDR again contacted the Dept of Revenue at the above phone number and spoke to Gayle. Gayle explained that when CBT purchases items not for resale, CBT is responsible for paying sales tax to the vendor. If however, CBT is reselling and not purchasing the item for its own use, CBT needs to provide its vendor with its Florida sales tax number in order to avoid paying sales tax on its purchase. CDR explained that CBT does in fact purchase items not for its own direct use but does not separately bill its customers for sales tax; instead, the contracted price includes a sales tax component. CDR mentioned to Gayle that it is the local track practice to remit use tax to the state for a percentage ( designed to relate to equipment usage) of amounts paid CBT. Gayle noted the Florida track can provide CBT with a copy of its self- accruing tax authority letter & thus absolve CBT from collecting sales tax. Gayle speculated the Florida track would have received such a letter from the Florida Dept. of Revenue.

On 5/13/99 CDR contacted Alice Yates of the Florida Dept of Revenue who promised that if CDR would overnight the FI Application to Collect Tax in Florida she would expedite the application and call me 5/14/99 with a sales tax number. CDR has completed the application and is 5/13/99 overnighting the application to Ms. Yates.

5/14/99 CDR spoke a couple of times to Alice Yates who was kind enough to request her supervisors make an exception and allow her to verbally today assign a sales tax number.. CDR faxed requested info to Alice who called back with a sales tax number . That is 23-08-496098-32.

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Memo  
From CDRyan  
4/13/99

Re: On 4/2/99 CDR left message for Maria Reeves((800) 482-8293 of the Florida Department of Labor to determine steps required to apply for Florida payroll tax numbers/ registration.

On 4/5/99 Maria Reeves ( direct phone line (850)921-5029) who promised to send registration sheets for application for Florida unemployment insurance tax registration. Martha during the phone conversation assigned CBT a **UC number of 218811-7.**

Martha noted **Florida does not have an income tax.**

5/25/99 9:30 AM, CDR contacted the FI Dept of Revenue re. local sales tax issues. Per representative of that department, there is no local city or county income tax imposed on persons working in Miami/ Dade County.

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Memo  
From CDRyan  
4/13/99

Re; Registration to do business in Florida

CDR on 4/2/99 requested the Department ((850) 488-9000)  
mail CBT registration forms.

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Memo  
From CDRyan  
4/13/99

Re: Workers Compensation coverage

Re: CDR contacted Florida at (850) 488-3030 or (850) 488-2031 re workers compensation coverage for Florida employees. The Department promised to send CDR information regarding same but noted coverage in Florida. is provided via insurance obtained by the employer from any insurance company

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Memo  
From CDRyan  
4/13/99

Misc. Florida phone number for tax matters:

Florida Registration ( to do business in Florida)	850-488-9000
Florida Dept of Revenue (General number)	850-488-6800
Florida ( for sales tax numbers)	850-922-9645
Florida Labor & Unemployment	850-921-3475
	Or 800-482-8293
Florida Dept of Revenue	850-921-5029



Memo from CDRyan  
May 7, 1999

Re: Florida Professional Regulation Individual  
Occupational License Application  
Florida Division of Pari- Mutual Wagering

I spoke to Jane Miller of the Florida Division of Pari- Mutual Wagering (850) 488-9161

Per Jane, companies and individuals can apply for one or three year licenses- no dollar savings but a convenience factor. Jane suggested CBT not apply until 5/1/99, as a license we would apply for in April would expire 6/30/99 and the annual fees would not be pro-rated and therefore it would be wise to apply post 5/1/99.

(CDR placed a call for Jane 5/7/99 to verify our people would have license to work at the track 5/99 with the license application of post 5/1/99. Left a message for her to call CDR)

CDR mentioned CBT is a LLC and Jane noted not every shareholder / director must have an individual license; it is sufficient for the managing partner to have a individual license.

Persons can go to the office at the track to get licenses. Fees should be sent to the state inspection office at the track. Any questions, call Paul Boroff, chief inspector, at (305) 625-1311 Ext 3224 or 3326. Jane has sent some fingerprint cards for CBT and noted any track will fingerprint usually at no charge.

CDR attempted 5/7/99 to reach Paul Boroff re. best method of paying unknown amount of fees. No one answered the phone.

5/21/99 Jeff Sutterfield returned from Calder and said people from the Fl. Division of Pari- Mutual Wagering office at the Calder track insisted each director and investor in CBT must have racing licenses.

5/21/99 2:52 PM , CDR ( in Jane Miller's absence at 305-470-5675) spoke to Paul Boroff at the Hialeah Park licensing office. Per Paul, Jane Miller is the head of Fl. Racing and what she told CDR goes. Per Paul, he will call Calder and tell them to license CBT if CBT presents the orange Company licensing application and CCharlson's application and fingerprint.

5/25/99 Because of the turnover CBT is experiencing, CDR called Jane Miller with question @ necessity of getting licensed first day of work. CDR first thanked her for her

assistance in getting CBT's LLC license.  
licenses the first day of work.

Per Jane, it is imperative employees get

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# ***Charlson Broadcast Technologies, LLC***

*1895 Airport Exchange Boulevard, Suite 170, Erlanger, KY 41018*

*\* (859) 283-3000 \*FAX \* (859) 283-3001*

**Members:**

Charlson Industries, Inc  
Airport Exchange Blvd., Suite 170  
Erlanger, KY 41018

Churchill Downs Investment Company  
700 Central Avenue  
Louisville, KY 40201



FLORIDA DEPARTMENT OF STATE  
Glenda E. Hood  
Secretary of State

January 20, 2004

CAMERON D. RYAN  
CHARLSON BROADCAST TECHNOLOGIES, LLC  
1895 AIRPORT EXCHANGE BLVD., SUITE 170  
ERLANGER, KY 41018

SUBJECT: CHARLSON BROADCAST TECHNOLOGIES, LLC  
Ref. Number: W04000001168

We have received your document for CHARLSON BROADCAST TECHNOLOGIES, LLC and your check(s) totaling \$125.00. However, the document has not been filed and is being retained in this office for the following:

Based on the information you have provided, this office offers to settle the issue of non-qualified penalty and annual report fees for the sum of \$750.00. However, this offer will expire in 60 days. To take advantage of this offer, we must receive the total amount due prior to the expiration date.

The total amount due is \$875.00.

There is a balance due of \$750.00.

If you have any questions concerning the filing of your document, please call (850) 245-6911.

Brenda Tadlock  
Senior Section Administrator

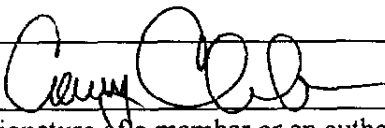
Letter Number: 804A00003519

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO  
TRANSACTION BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN  
LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:*

- ✓ 1. Charlson Broadcast Technologies, LLC  
(Name of foreign limited liability company)
- ✓ 2. Kentucky 3. 61-1338866  
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
4. January 13, 1999 5. Perpetual  
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")
6. May 23, 1999  
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 1895 Airport Exchange Boulevard  
Erlanger, Ky 41018  
(Street address of principal office)
8. If limited liability company is a manager-managed company, check here ☐
9. The name and usual business addresses of the managing members or managers are as follows:  
Cary C. Charlson, 1895 Airport Exchange Boulevard, Erlanger, Ky 41018  
David W. Peck, 1400 4th Vine Tower, One W. 4th St., Cincinnati, Oh 45202  
Michael Miller, 700 Central Avenue, Louisville, Ky 40208  
Karl Schmidt & Kevin Seidehamel, 700 Central Avenue, Louisville, Ky 40208
10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)
11. Nature of business or purposes to be conducted or promoted in Florida: Broadcasting for racing  
industry

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
04 MAR 31 PM 11:59

  
\_\_\_\_\_  
Signature of a member or an authorized representative of a member.  
(In accordance with section 608.408(3), F.S., the execution of this document constitutes  
an affirmation under the penalties of perjury that the facts stated herein are true.)  
Cary C. Charlson  
\_\_\_\_\_  
Typed or printed name of signee

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

CHARLSON BROADCAST TECHNOLOGIES, LLC

2. The name and the Florida street address of the registered agent and office are:

CT CORPORATION SYSTEM  
(Name)

1200 S PINE ISLAND ROAD  
Florida street address (P.O. Box **NOT** ACCEPTABLE)

PLANTATION FL 33324  
City/State/Zip

*Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

Carol Record  
(Signature)

Carol Record, Asst. Sect.

**Filing Fee: \$ 35 for Designation of Registered Agent**



**John Y. Brown III**  
**Secretary of State**

**Certificate of Existence**

I, John Y. Brown III, Secretary of State of the Commonwealth of Kentucky, do hereby certify that according to the records in the Office of the Secretary of State,

**CHARLSON BROADCAST TECHNOLOGIES, LLC**

is a limited liability company duly organized and existing under KRS Chapter 275, whose date of organization is January 11, 1999.

I further certify that all fees and penalties owed to the Secretary of State have been paid; that articles of dissolution have not been filed; and that the most recent annual report required by KRS 275.190 has been delivered to the Secretary of State.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Official Seal at Frankfort, Kentucky, this 28th day of October, 2003.



*John Y. Brown, III*

John Y. Brown III  
Secretary of State  
Commonwealth of Kentucky  
Dcornish/0467542