

# P98000013510

\_\_\_\_\_  
(Requestor's Name)

\_\_\_\_\_  
(Address)

\_\_\_\_\_  
(Address)

\_\_\_\_\_  
(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

\_\_\_\_\_  
(Business Entity Name)

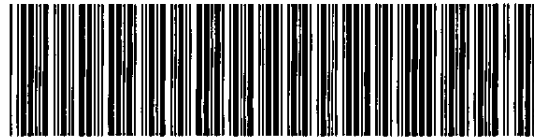
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(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

\* Count order filed to  
Set aside merger  
orig filed 11/3/06 eff  
11/13/06 merging  
P98000013510 into  
P94000075919

Office Use Only



200120828872

FILED  
08 MAY - 7 AM 10:21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

\* Count Order  
Setting Aside  
merger

5/8

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FLORIDA DEPARTMENT OF STATE  
Division of Corporations

March 26, 2008

Steve Goindoo, CPA/PFS, MTAX, CFP  
Divine Blalock Martin Stellari, P.A.  
420 Columbia Drive, Suite 110  
West Palm Beach, FL 33409

SUBJECT: PENCE PROPERTIES, INC.  
Ref. Number: P98000013510

Per our phone conversation, enclosed is a blank annual report form to cover the years 2007-2008 for the subject corporation. The filing fee is \$150 per year, a total of \$300.

Please return the report to me in the enclosed self-addressed envelope. I will then proceed to process the Court Order reversing the merger filed on November 3, 2006.

If you have any questions concerning this matter, please either respond in writing or call (850) 245-6901.

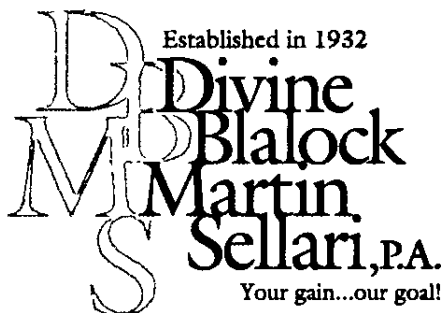
Susan Payne  
Senior Section Administrator

Letter Number: 908A00017966

G. MICHAEL MARTIN, CPA\*  
GARY B. SELLARI, CPA\*/PFS, MSM  
J. RONALD ANDERSON, CPA\*/ABV, CVA

MARY L. CONTESSA, CPA\*, PA  
STEVE A. GOINDOO, CPA\*/PFS, MTAX, CFP\*  
WEN GOLDMAN, CPA\*\*  
CHRISTINE M. MCKENNA, CPA\*  
LAURA A. PREVATIL, CPA\*, CAM, CEA, MFS, RFS  
SUZIE J. RAPP, CPA\*, MAC  
ARTHUR J. SINNOTT, CPA  
SCOTT A. STEIN, CPA\*\*  
CHRISTINA WORLEY, CPA\*/PFS, CFP\*

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\*REGULATED BY THE STATE OF FL  
\*\*REGULATED BY THE STATE OF FL AND  
THE STATE OF NY

**Certified Public Accountants & Consultants**

420 Columbia Drive, Suite 110

West Palm Beach, Florida 33409

Phone: (561) 686-1110 - Fax: (561) 686-1330

Toll Free: 1-888-686-1115

[www.dbmscpa.com](http://www.dbmscpa.com)

March 18, 2008

Ms. Thelma Lewis  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

RE: BTW, Inc./Pence Properties, Inc.

Dear Ms. Lewis:

Pursuant to our conversation Friday, March 14, 2008, please find enclosed a copy of Judge Diana Lewis' Order, dated June 28, 2007, setting aside the merger between BTW, Inc. and Pence Properties, Inc. I trust that this will allow you to update the status of these Corporations, thereby allowing Pence Properties, Inc. to be reinstated.

Please feel free to call my office with any questions you may have. Thank you for your helpfulness in this matter.

Very truly yours



Steve Goindoo, CPA/PFS, MTAX, CFP

SG:mgb

Enc: Judge Diana Lewis' Order

cc: Jeff Tomberg, Esq.

4<sup>th</sup> Street, LLC/Judge Lewis re BTW, Pence merger-SG-ltr

*As required by the IRS and Treasury Department, pursuant to Circular 230, we must inform you that this written advice is not intended to be used, and it cannot be used, by any taxpayer for the purpose of avoiding penalties that may be imposed on the taxpayer.*

IN THE CIRCUIT COURT OF THE FIFTEENTH  
JUDICIAL CIRCUIT OF FLORIDA, IN AND FOR PALM  
BEACH COUNTY

CASE NO. 502007CA005380XXXXMB AF

BTW, INC., a Florida corporation,

Plaintiff,  
vs

PENCE PROPERTIES, INC., a Florida  
corporation,

Defendant.

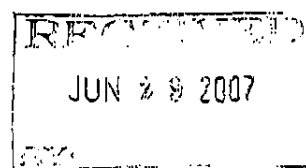
FILED  
08 MAY -7 AM 10:21  
CLERK OF DISTRICT  
JUDGE, PALM BEACH COUNTY, FLORIDA

STIPULATED FINAL JUDGMENT

This cause coming upon the Mutual Settlement Agreement entered into by and between BTW, INC. and PENCE PROPERTIES, Inc., and the Court being fully advised in the premises, it is thereupon

ORDERED AND ADJUDGED as follows:

1. The merger between BTW, INC. and PENCE PROPERTIES, INC. is hereby set aside.
2. The Stockholders of BTW shall keep and retain the same stock they now own.
3. BTW shall endorse, assign and transfer back to the Stockholders of PENCY PROPERTIES, INC. all of its right, title and interest in and to all of the stock that was canceled pursuant to the Merger, in exactly the same proportion as had been in their stock holdings immediately before the Merger.
4. Each corporation shall henceforth continue as though the Merger had not taken place.



07-5380AF

DONE AND ORDERED at West Palm Beach, Florida, this \_\_\_\_\_ day  
of June, 2007.

**SIGNED AND DATED**

JUN 28 2007

\_\_\_\_\_  
Circuit Judge

\_\_\_\_\_  
Chambers of Judge  
DIANA LEWIS

Copies furnished:

Jeff Tomberg, Esq., P.O. Box 1426, Boynton Beach, FL 33425

Glenn Mitchell, Esq., 1615 Forum Place, Suite 4-B, West Palm Beach, FL 33401