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FLEXTECH

445 BUTTERNUT DRIVE, HOLLAND, MI 49424
616-392-9726 FAX 616-392-5384

City/State/Zip

Phone #

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-03/17/99--01035--001
***1300.00 ***1300.00

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. FLEXTECH INC.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #) *W99-3176*
3. _____
(Corporation Name) (Document #) *p. 668*
4. _____
(Corporation Name) (Document #)

- Walk in Pick up time Certified Copy
 Mail out Will wait Photocopy Certificate of Status

NEW FILINGS

- Profit
 Not for Profit
 Limited Liability
 Domestication
 Other

OTHER FILINGS

- Annual Report
 Fictitious Name

AMENDMENTS

- Amendment
 Resignation of R.A., Officer/Director
 Change of Registered Agent
 Dissolution/Withdrawal
 Merger

REGISTRATION/QUALIFICATION

- Foreign
 Limited Partnership
 Reinstatement
 Trademark
 Other

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

SECRETARY OF STATE
TALLAHASSEE FLORIDA

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FILED

Examiner's Initials



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

February 9, 1999

FLEXTECH
445 BUTTERNUT DRIVE
HOLLAND, MI 49424

SUBJECT: FLEXTECH INC.
Ref. Number: W99000003176

We have received your document for FLEXTECH 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.

Enclosed please find a copy of section 607.1501 or 617.1501, Florida Statutes, which lists those activities that do not constitute transacting business in this state. If after reviewing this section you determine erroneous information was inserted on the application, a sworn affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business in Florida prior to the year the application was submitted did not constitute transacting business pursuant to section 607.1501 or 617.1501, Florida Statutes.

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

Lee Rivers
Document Specialist

Letter Number: 599A00005696



445 BUTTERNUT DRIVE, HOLLAND, MI 49424
616-392-9726 FAX 616-392-5384

February 25, 1999

Flextech, Inc.
445 Butternut Drive
Holland, MI 49424

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

Re: Ref. Number W99000003176 -LR
Letter Number 599A00005696

To Whom It May Concern:

We recently received the above-referenced letter from you and are asking for a waiver of the civil penalties that you proposed to charge. We believe we acted reasonably, and that these fines are far too harsh for what happened. Let me try to explain what happened.

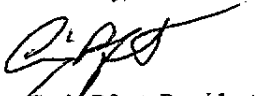
We have had Florida resident employees for several years. However, it was not until September, 1997 that we were going to have Florida sales, and therefore would need to register to do business in Florida. Prior to this, we contacted our accountant to see what needed to be done in Florida. On June 25, 1997 he talked to a representative from the State of Florida. Her name was Priscilla (last name unknown) and her phone number at that time was (904) 922-4824. She stated that we must register for sales tax, which we did, but that no license with the Department of State was needed if the business did not have a Florida address. We do not have a Florida location, so therefore, based on her statements, we did not apply for a license.

I realize that we are ultimately responsible for registering with all applicable departments. However, we are not familiar with Florida statutes, so therefore we relied on the information provided to us by one of your own employees. We believe that this is reasonable.

It should also be noted that our total 1997 Florida sales were only \$1,334.00. We have filed all of our sales tax reports and our 1997 F-1120 income tax return timely. There was no intent to deceive or misrepresent anything on our part.

We are asking you to please reconsider the \$2,000.00 of civil penalties that you have imposed. We don't have a problem with the two years' worth of annual report fees but the penalties seem awful harsh for a simple misunderstanding. Thank you for your consideration.

Sincerely,


Craig Pfent, President
Flextech, Inc.



Department of State

Memorandum Office of the General Counsel

TO: File

FROM: Gerard York, Assistant General Counsel

DATE: March 15, 1999

RE: Flextech, Inc.

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 for the same period of \$ 1000.00 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

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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. FLEXTECH, 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. MICHIGAN 3. 38-2878822
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 7/21/89 5. PERPETUAL
(Date of Incorporation) (Duration: Year corp. will cease to exist "perpetual")

6. 9/1/97
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))

7. 445 BUTTERNUT DRIVE
HOLLAND, MI 49424
(Current mailing address)

8. COMPUTER SERVICES
(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 **NOT** acceptable)

Name: JOYCE GALATI

Office Address: 5172 FAR OAK CIRCLE

SARASOTA, Florida, 34238
(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.

Joyce Galati
(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.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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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: CRAIG PFENT

Address: 2186 JACOBUSSE COURT
HOLLAND, MI 49424

Vice Chairman: N/A

Address: _____

Director: MARLENE DRAKE

Address: 420 N. 168th AVENUE
HOLLAND, MI 49424

Director: PHYLLIS HALL

Address: 1824 TIFFANY SHORES COURT
HOLLAND, MI 49424

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

President: CRAIG PFENT

Address: 2186 JACOBUSSE COURT
HOLLAND, MI 49424

Vice President: MARLENE DRAKE

Address: 420 N. 168th AVENUE
HOLLAND, MI 49424

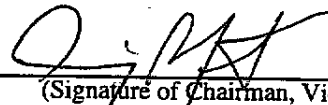
Secretary: JULIE VAN DAM

Address: 1289 W. LAKEWOOD BLVD.
HOLLAND, MI 49424

Treasurer: JULIE VAN DAM

Address: 1289 W. LAKEWOOD BLVD.
HOLLAND, MI 49424

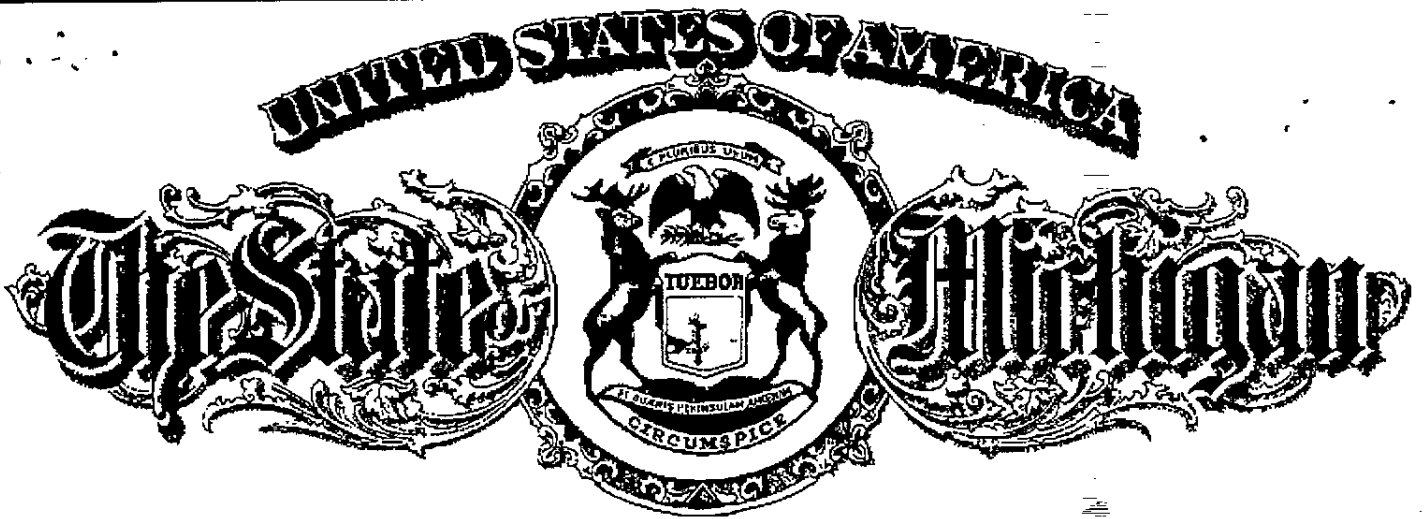
NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. CRAIG PFENT PRESIDENT
(Typed or printed name and capacity of person signing application)

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED



Michigan Department of Consumer and Industry Services

Lansing, Michigan

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CREATOR OF STATE
LAHASSIE FLORIDA

This is to Certify That

FLEXTECH INC.

was validly incorporated on July 21, 1989, as a Michigan profit corporation, and said corporation is validly in existence under the laws of this State.

This certificate is issued to attest to the fact that the corporation is in good standing in this office as of this date and is duly authorized to transact business or conduct affairs in Michigan and for no other purpose. It is in the usual form, made by me as the proper officer, and is entitled to have full faith and credit given it in every court and office within the United States.

In testimony whereof, I have hereunto set my hand and affixed the Seal of the Department, in the City of Lansing, this 27th day of January, 1999.



Julie Croll

, Director

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Corporation, Securities and Land Development Bureau