

STATE OF NEW YORK
STATE TAX COMMISSION
ALBANY, NEW YORK 12227

PAUL B. COBURN
SECRETARY
Telephone: (518) 457-6162

Keco Corp.
117 Beekman St.
New York, NY

Gentlemen:

Please take notice of the Default Order of the State Tax Commission enclosed herewith.

Please take further notice that pursuant to Section(s) 1090(a) of the Tax Law, any proceeding in court to review this decision must be commenced within 4 months from the date of this notice.

Inquires concerning the computation of tax due or refund allowed in accordance with this decision may be addressed to the undersigned.

Very truly yours,

PAUL B. COBURN
SECRETARY TO THE
STATE TAX COMMISSION

cc: Petitioner's Representative
John E. McDermott
Coudert Brothers
200 Park Avenue
New York, NY 10017
Taxing Bureau's Representative

STATE OF NEW YORK

STATE TAX COMMISSION

In the Matter of the Petition :
of :
Keco Corp. : DEFAULT ORDER
: 81-P-14
for Revision or for Refund of Corporation Franchise :
Tax under Article(s) 9A of the Tax Law :
for the Years 1971 & 1975 :

Petitioner(s) Keco Corp., filed a petition for revision or for refund of Corporation Franchise Tax under Article(s) 9A of the Tax Law for the Years 1971 & 1975. File No. 20797

Under Section 601.5 of the State Tax Commission Rules of Practice and Procedure, a notice was served on the petitioner(s) to file a perfected petition. Notice to file the perfected petition was sent to the petitioner(s) last known address. Petitioner(s) failed to file a perfected petition. A default has been duly noted.

Now on motion of the Secretary to the State Tax Commission, it is ORDERED that the petition of Keco Corp., be and the same is hereby denied.

DEFAULT ORDER
ADOPTED BY THE STATE TAX COMMISSION
ALBANY, NEW YORK
MAY 15, 1981

June 5, 1981

Bragar, Spiegel, Schulman, Rubin
& Driggin, Esqs.
477 Madison Avenue
New York, New York 10022

RE: Keco Corporation

Gentlemen:

This is to acknowledge receipt of your letter of
June 2, 1981.

Your motion to vacate the default order issued
May 15, 1981, for failure to file a perfected petition is
granted upon condition that you file a perfected petition
within 45 days from the date of this letter.

Perfected petition forms are enclosed for your
convenience.

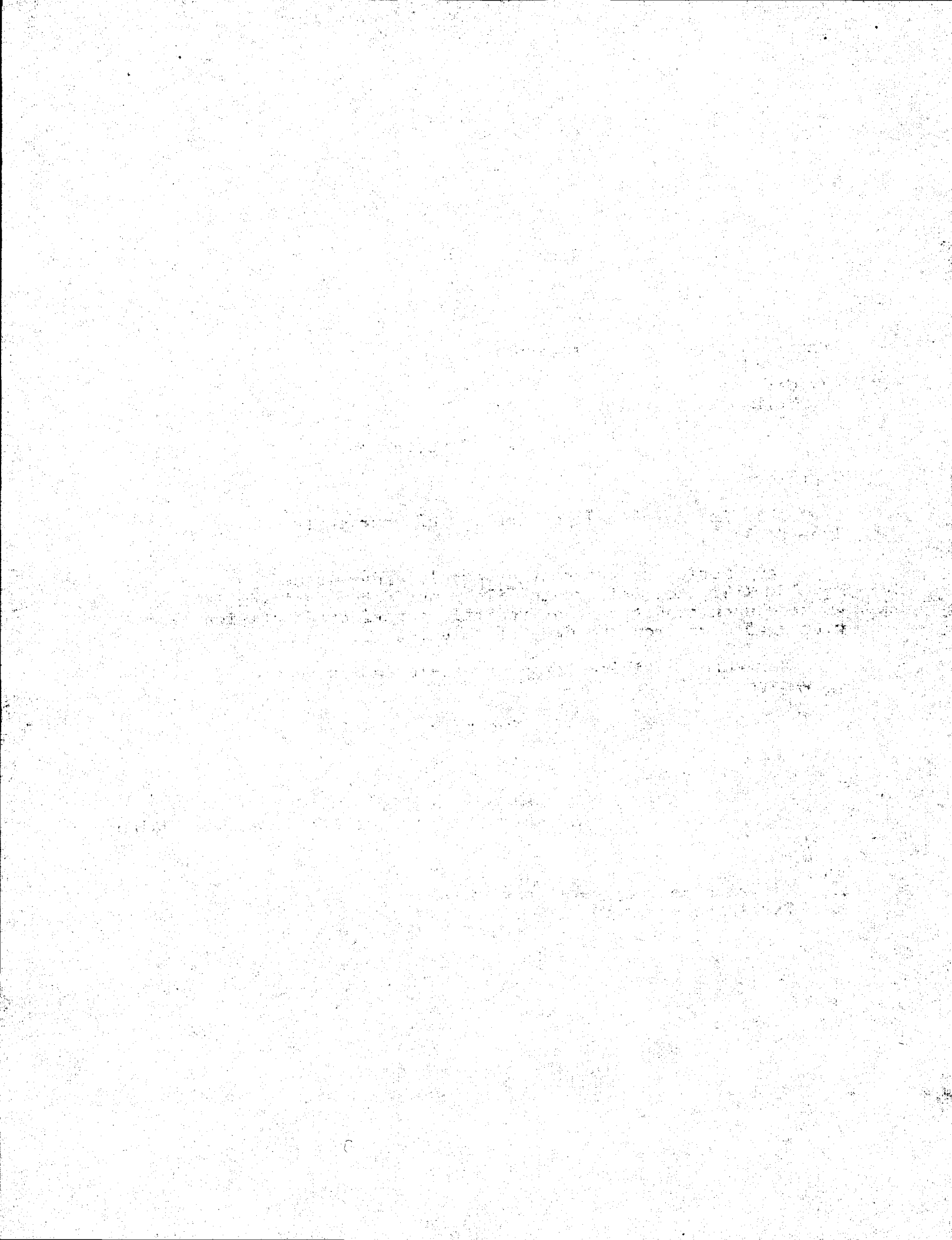
Sincerely,

PAUL B. COBURN
Secretary to the State Tax Commission

PBC:mac

Enc.

cc: Aloysius Nendza, Assistant Director
Tax Appeals Bureau



BRAGAR SPIEGEL SCHULMAN RUBIN & DRIGGIN

ATTORNEYS AT LAW
477 MADISON AVENUE
NEW YORK, NEW YORK 10022
TELEPHONE (212) 888-7300

RAYMOND A. BRAGAR
JERROLD B. SPIEGEL
ALAN J. GARFUNKEL
FREDRICK SCHULMAN
EDWARD RUBIN
SETH J. DRIGGIN

June 2, 1981

OF COUNSEL
WILLIAM S. BESLOW
RONALD F. HARNISCH
MITCHELL I. SONKIN
RANDALL T. SIMS

Paul B. Coburn, Esq.
Secretary
State of New York
State Tax Commission
Albany, New York 12227

Re: Default Order 81-P-14 -
In the Matter of the Petition of Keco Corp.

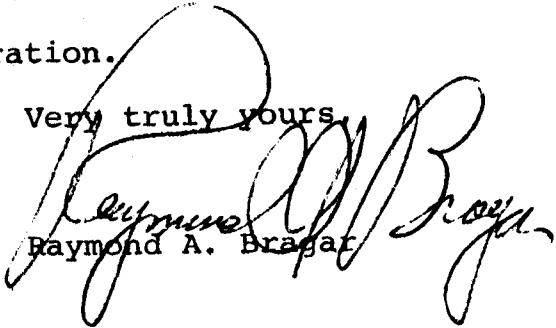
Dear Mr. Coburn:

After a telephone conversation to your office the other day, I am following up with the enclosed Motion to Set Aside Default Order and Extend Time within which to File a Perfected Petition, and am also enclosing a power of attorney authorizing me to represent the Petitioner, Keco Corp.

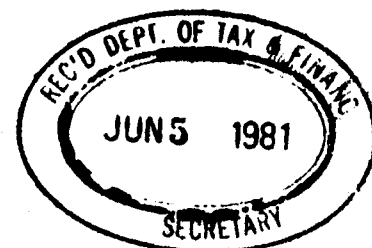
As I explained in great detail in our Motion, there are extenuating circumstances which we believe warrant the re-opening of the Judgment, and respectfully request that the Tax Commission grant our request.

Thank you for your cooperation.

Very truly yours,


Raymond A. Bragar

RAB:hms
encls.



STATE OF NEW YORK

STATE TAX COMMISSION

-----X
In the Matter of the Petition : File 20797
of :
KECO CORP. :
for Revision or for Refund of Corp- :
oration Franchise Tax under Article(s) :
9A of the Tax Law for the Years :
1971 & 1975 :
-----X

MOTION TO SET ASIDE DEFAULT ORDER AND EXTEND
TIME WITHIN WHICH TO FILE A PERFECTED PETITION

The Petitioner, Keco Corp., respectfully requests that the default order entered in this matter on May 15, 1981 (a copy of which is attached hereto) be set aside and that the time within which to file a perfected petition be extended for 30 days after the Commission enters its decision on this request.

In support thereof, the petitioner shows:

1. The petitioner just received the default order from its prior counsel, Coudert Brothers. Prior to the receipt of such order, the petitioner was unaware of the failure to file a perfected petition and of the request to enter a default in this case.
2. Prior counsel in this matter apparently failed to file the perfected petition due to a dispute with the petitioner and none of the petitioner's papers or other documents concerning this matter have been

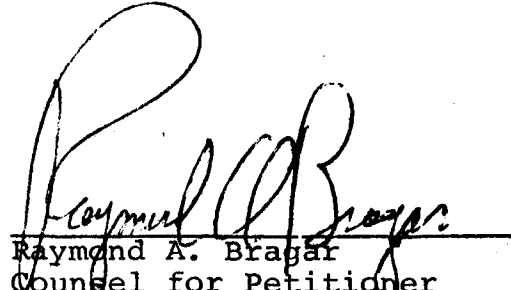
returned to the petitioner.

3. Petitioner, upon receipt of the default order immediately retained the law firm of Bragar, Spiegel Schulman Rubin & Driggin, and Raymond A. Bragar, of such firm immediately called the office of the Secretary of the State Tax Commission for the purpose of reopening the default order. This motion follows as a result of the conversation with the State Tax Commission.

4. The Petitioner intends to file a perfected petition in a timely manner and prosecute its case in a prompt fashion without further delay. Petitioner's counsel is in the process of requesting all documents previously filed with the State Tax Commission in this matter and the petitioner is reviewing its files to reconstruct all necessary facts.

5. In view of these circumstances, it is respectfully submitted that the interests of justice would be served if the Commission set aside the default order and allow the petitioner adequate time in which to file a perfected petition.

WHEREFORE, it is respectfully requested that the relief sought be granted.



Raymond A. Bragar
Counsel for Petitioner
Keco Corp.
477 Madison Avenue
New York, New York 10022
(212) 888-7300

POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS, that KECO CORP., a corporation organized under the laws of the State of New York and having its address at 29 John Street, New York, New York 10038, does hereby make, constitute and appoint Raymond A. Bragar, Esq., Alan J. Garfunkel, Esq. and Marc S. Orlofsky, Esq., jointly and severally, their agents and attorneys, its true and lawful attorneys, to appear for it and represent it before the Department of Taxation and Finance and State Tax Commission in connection with a proceeding involving a revision or refund of Franchise Taxes under Article 9A of the Tax Law for the years 1971 and 1975 (File 20797), with full power of substitution and revocation, at any time subsequent to the date hereof and prior to the revocation hereof.

It is requested that a copy of all communications regarding any proceeding in which such attorneys are hereby authorized to act be addressed to Raymond A. Bragar, Esquire, at 477 Madison Avenue, New York, New York 10022.

All powers of attorney for this purpose heretofore filed or executed by me are hereby revoked.

IN WITNESS WHEREOF, Keco Corp., by its President,

Eugene Hollander, has hereunto set its hand and seal this day of May, 1981.

KECO CORP.
(Taxpayer)

BY: Eugene Hollander
Eugene Hollander, President

STATE OF NEW YORK)
 : SS.:
COUNTY OF NEW YORK)

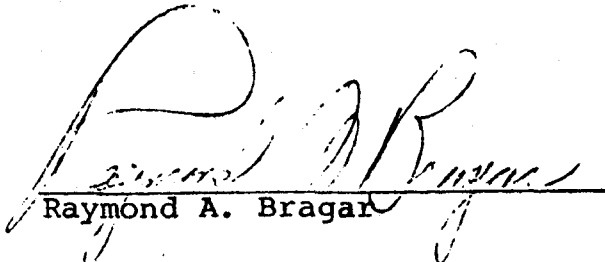
On the 28th day of May, 1981, before me personally came Eugene Hollander, to me known, who, being by me duly sworn, did depose and say that he is the President of Keco Corp., the corporation described in the foregoing Power of Attorney, and acknowledged that he executed the same.

Raymond A. Bragar
Notary Public

RAYMOND A. BRAGAR
Notary Public, State of New York
No. 31-4817848
Qualified in New York County
Commission Expires March 30, 1982

NOTICE OF APPEARANCE

We agree to represent the above named taxpayer in accordance with the above power of attorney and hereby notice our appearance in the above proceeding. All notices, decisions and other documents are to be sent to the undersigned at 477 Madison Avenue, New York, New York, 10022. We are attorneys-at-law authorized to practice in the State of New York.


Raymond A. Bragar


Alan J. Garfunkel


Marc S. Orlofsky