

# FOOOOOOO1219

## WINTHROP & WEINSTINE

A PROFESSIONAL ASSOCIATION

Attorneys and Counselors at Law

3200 Minnesota World Trade Center  
30 East Seventh Street  
Saint Paul, Minnesota 55101  
Telephone (651) 290-8400  
Fax (651) 292-9347

3000 Dain Rauscher Plaza  
60 South Sixth Street  
Minneapolis, Minnesota 55402

Telephone (612) 347-0700  
Fax (612) 347-0600

mishra@winthrop.com

BETH GERSTEIN TIMM  
JULIE A. SILVERMAN  
ERIC F. SWANSON  
LAURA A. PFEFFER  
CRAIG S. KRUMMEN  
MATTHEW R. MCBRIDE  
PHILIP R. MAHOWALD  
NORMAN L. JONES III  
KARL E. ROBINSON  
JONATHAN W. J. ARMOUR  
DANIEL S. SCHLECK  
MARK A. PIHART  
CHARLES J. SCHOENWETTER  
ANDREW C. TRIGGS  
JULIE ANN FISHEL  
DARRELL E. GRAHAM  
ASHISH MISHRA  
DAVID A. DAVENPORT  
KENNETH A. PRINE  
JOY S. MCGINNIS

RYAN F. URNESS  
BO W. WILLSEY  
BRIAN W. KENSICKI  
DANIEL W. GODFREY  
WILLIAM H. KOMP  
JOHN D. NOLDE  
JENNIFER K. BOWER  
MICHAEL T. HATING  
CHUANPIS SANTILUKKA

ROGER D. GORDON  
(1990-2000)

Reply to

Minneapolis

Direct Dial  
(612) 347-0638

August 15, 2001

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

500004539255--7  
-08/17/01--01016--001  
\*\*\*\*\*52.50 \*\*\*\*\*52.50

Re: AmeriNational Community Services, Inc.

Dear Sir or Madam:

Please find enclosed the following documents needed to effectuate the name change of our client from U.S.E. Community Services Group, Inc. to AmeriNational Community Services, Inc.:

1. Application for Amendment;
2. Original Certificate from the State of Minnesota evidencing the Amendment; and
3. A check for \$52.50 for the filing fee which includes the optional amount for (i) the certified copy and (ii) certificate of status.

We will await documentation from the State of Florida regarding the receipt of these documents and the effective change of our client's name. Please let me know if you have any questions or comments in regard to the submitted application or documents.

Very truly yours,

WINTHROP & WEINSTINE, P.A.

By -

Ash Mishra  
Ashish Mishra

AM:jlkidmsmpl:462967\_1

Enclosures

cc: Patrick W. Weber

N/C

T BROWN AUG 23 2001

FILED  
01 AUG 16 PM 3:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**PROFIT CORPORATION**  
**APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO**  
**APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**  
(Pursuant to s. 607.1504, F.S.)

**SECTION I**  
(1-3 MUST BE COMPLETED)

FILED  
01 AUG 16 PM 3:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1. U.S.E. Community Services Group, Inc.  
Name of corporation as it appears on the records of the Department of State.
2. Minnesota      3. February 15, 2000  
Incorporated under laws of      Date authorized to do business in Florida

**SECTION II**  
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? July 1, 2001
5. AmeriNational Community Services, Inc.  
Name of corporation after the amendment, adding suffix "corporation" "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation.
6. If the amendment changes the period of duration, indicate new period of duration.  
\_\_\_\_\_  
New Duration
7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.  
\_\_\_\_\_  
New Jurisdiction

*Adrienne Thorson*  
Signature

8-9-01  
Date

ADRIENNE THORSON  
Typed or printed name

SECRETARY  
Title

State of Minnesota

**SECRETARY OF STATE**

Certificate of Good Standing

I, Mary Kiffmeyer, Secretary of State of Minnesota, do certify that: The corporation listed below is a corporation formed under the laws of Minnesota; that the corporation was formed by the filing of Articles of Incorporation with the Office of the Secretary of State on the date listed below; that the corporation is governed by the chapter of Minnesota Statutes listed below; that this corporation is authorized to do business as a corporation at the time this certificate is issued; and that amendments to the articles of that corporation were filed on the dates listed below.

Name: AmeriNational Community Services, Inc.

Date Formed: 09/10/1999

Chapter Governed By: 302A

Amendments Filed On:

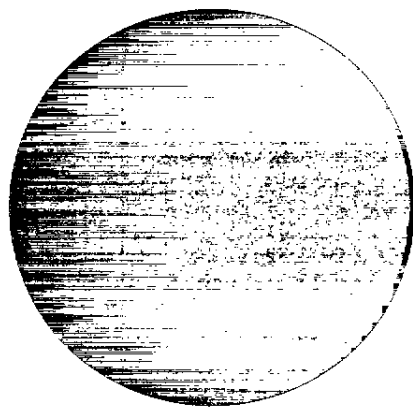
09/10/1999-ORIG FILING-217 S Newton Ave

- -Albert Lea

MN 56007-

-NAME

-U.S.E. Community Services Group, Inc.



*Mary Kiffmeyer*  
Secretary of State.

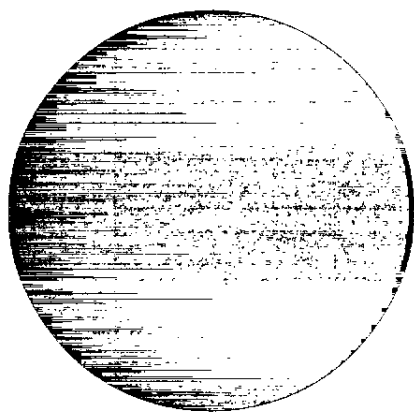
State of Minnesota

**SECRETARY OF STATE**

06/20/2001-NAME

-AmeriNational Community Services, Inc.

This certificate has been issued on 08/13/01.



*Mary Kiffmeyer*  
Secretary of State.

State of Minnesota

**SECRETARY OF STATE**

CERTIFICATE OF INCORPORATION

I, Mary Kiffmeyer, Secretary of State of Minnesota, do certify that: Articles of Incorporation, duly signed and acknowledged under oath, have been filed on this date in the Office of the Secretary of State, for the incorporation of the following corporation, under and in accordance with the provisions of the chapter of Minnesota Statutes listed below.

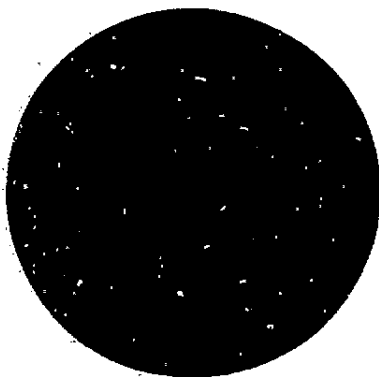
This corporation is now legally organized under the laws of Minnesota.

Corporate Name: U.S.E. Community Services Group, Inc.

Corporate Charter Number: 10V-164

Chapter Formed Under: 302A

This certificate has been issued on 09/10/1999.



*Mary Kiffmeyer*  
Secretary of State.

10V-164

**ARTICLES OF INCORPORATION**  
**OF**  
**U.S.E. COMMUNITY SERVICES GROUP, INC.**

THE UNDERSIGNED, for purposes of forming a corporation under Chapter 302A of the Laws of the State of Minnesota, as amended, does hereby sign and acknowledge these Articles of Incorporation.

ARTICLE I.

The name of the Corporation is U.S.E. Community Services Group, Inc. ✓ M\*

ARTICLE II.

The purpose of the Corporation is general business purposes.

ARTICLE III.

The Corporation shall possess all powers necessary to conduct any business in which it is authorized to engage, including but not limited to all those powers expressly conferred upon business corporations by Minnesota Statutes, together with those powers necessarily implied therefrom.

ARTICLE IV.

The Corporation shall have perpetual duration.

026650

ARTICLE V.

The location and post office address of the registered office of the Corporation in Minnesota is 217 South Newton Avenue, Albert Lea, Minnesota 56007. ✓

ARTICLE VI.

The total authorized capital of the Corporation is 20,000 shares of common stock, par value \$.01 per share. There shall be no cumulative voting by the shareholders of the Corporation. The shareholders of this Corporation shall not have preemptive rights to subscribe for or acquire securities or rights to purchase securities of any kind, class or series of the Corporation. ✓

ARTICLE VII.

The name and post office address of the incorporator of the Corporation is:

Julie A. Silverman  
Winthrop & Weinstine, P.A. ✓  
3000 Dain Rauscher Plaza  
60 South Sixth Street  
Minneapolis, MN 55402

ARTICLE VIII.

The names of the members of the first board of directors, who shall serve until the first annual meeting of shareholders or until their successors are elected and qualified, are as follows:

Patty Tewes  
Daniel Olten  
Ton Lavik  
Dan Cartier  
Jon Lindeman

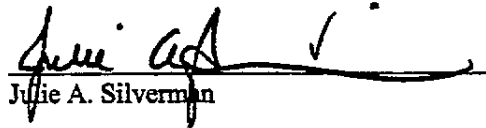
ARTICLE IX.

An action required or permitted to be taken at a meeting of the Board of Directors of the Corporation may be taken by a written action signed, or counterparts of a written action signed in the aggregate, by all of the directors unless the action need not be approved by the shareholders of the Corporation, in which case the action may be taken by a written action signed, or counterparts of a written action signed in the aggregate, by the number of directors that would be required to take the same action at a meeting of the Board of Directors of the Corporation at which all of the directors were present.

ARTICLE X.

The personal liability of the directors of the Corporation is hereby eliminated to the fullest extent permitted by Minnesota Statutes, Section 302A.251, as the same may be amended and supplemented.

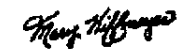
IN WITNESS WHEREOF, the undersigned does hereunto set her hand this 9th day of September, 1999.

  
Julie A. Silverman

MPL1: 309406-1  
File No. 8105-2

STATE OF MINNESOTA  
DEPARTMENT OF STATE  
FILED

SEP 10 1999 MT

  
Secretary of State



10V-164

AMENDMENT TO  
CERTIFICATE OF INCORPORATION OF  
U.S.E. COMMUNITY SERVICES GROUP, INC.

The undersigned, being Secretary of U.S.E Community Services Group, Inc., a Minnesota corporation (the "Corporation"), does hereby certify as follows:

1. That the name of the corporation is U E. Community Services Group, Inc.
2. The amendment to the Corporation's Articles of Incorporation have been made pursuant to the provisions of Chapter 302A of the Minnesota Business Corporation Act.
3. That resolutions approving the amendment were adopted at a meeting of the Board of Directors and the sole shareholder of the Corporation and made effective as of July 1, 2001.
4. That Article I of the Certificate of Incorporation of the Corporation be, and the same hereby is, amended to read as follows:

ARTICLE I.

The name of the Corporation is AmeriNational Community Services, Inc.

The undersigned, the Secretary of the Corporation, has executed this Amendment to Certificate of Incorporation this 15<sup>th</sup> day of June, 2001, thereby acknowledging under penalties of perjury that the foregoing is the act and deed of the undersigned and that the facts stated herein are true.

Adrienne Thorson  
Adrienne Thorson, Secretary

idmsmpl:455722\_1

00 382

STATE OF MINNESOTA  
DEPARTMENT OF STATE  
FILED

JUN 20 2001 20

Mary Hoffmeyer  
Secretary of State