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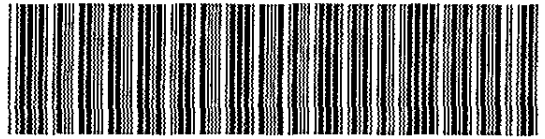
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

03 APR 28 PM 2:01

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April 14, 2003

Secretary of State
The Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: **Application by Foreign Corporation for Authorization to Transact
Business in Florida / Gentry Construction & Development, Ltd.**

Dear Sir/Madam:

Enclosed please find an original transmittal letter and an original and one copy of the Application by Foreign Corporation for Authorization to Transact Business in Florida along with a check in the amount of Seventy Dollars (\$70.00), your filing fee.

Should you have any questions, please feel free to call. Otherwise, your prompt attention to this matter is appreciated.

Very truly yours,

CONROY, COLEMAN & HAZZARD, P.A.



Diane Whitacre
Paralegal

Encl.

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Gentry Construction & Development, LTD
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Jeffrey P. Stebbins
(Name of Person)

Gentry Construction & Development, LTD
(Firm/Company)

603 East Lake Street, Suite 200J
(Address)

Wayzata, MN 55391
(City/State and Zip code)

For further information concerning this matter, please call:

Jeffrey P. Stebbins at (952) 476-5468
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

April 17, 2003

DIANE WHITACRE
CONROY, COLEMAN & HAZZARD, P.A.
2640 GOLDEN GATE PARKWAY, SUITE 115
NAPLES, FL 34105

SUBJECT: GENTRY CONSTRUCTION & DEVELOPMENT, LTD.
Ref. Number: W03000010992

We have received your document for GENTRY CONSTRUCTION & DEVELOPMENT, LTD. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

A certificate of existence or a certificate of good standing, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6967.

Michelle Hodges
Document Specialist

Letter Number: 103A00023127

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. Gentry Construction & Development, LTD , 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. Minnesota

(State or country under the law of which it is incorporated)

3. 41-1992908

(FEI number, if applicable)

4. 1-19-2001

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification

(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 603 East Lake Street, Suite 200J, Wayzata, MN 55391

(Principal office address)

603 East Lake Street, Suite 200J, Wayzata, MN 55391

(Current mailing address)

8. Construction

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: J. Thomas Conroy III

Office Address: 2640 Golden Gate Parkway, Suite 115

Naples, Florida 34105

(City)

(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.



(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.

03 APR 28 PM 2:01
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Jeffrey P. Stebbins
Address: 26980 Edgewood Road
Excelsior, MN 55331

Vice Chairman: _____
Address: _____

Director: _____
Address: _____

Director: _____
Address: _____

B. OFFICERS

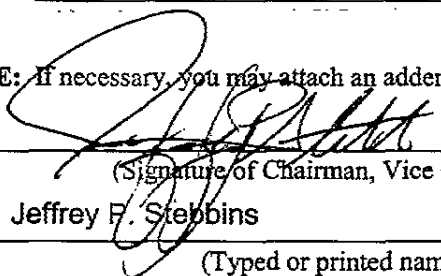
President: Jeffrey P. Stebbins
Address: 26890 Edgewood Road
Excelsior, MN 55331

Vice President: _____
Address: _____

Secretary: _____
Address: _____

Treasurer: _____
Address: _____

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. Jeffrey P. Stebbins
(Typed or printed name and capacity of person signing application)

State of Minnesota

SECRETARY OF STATE

Certificate of Good Standing

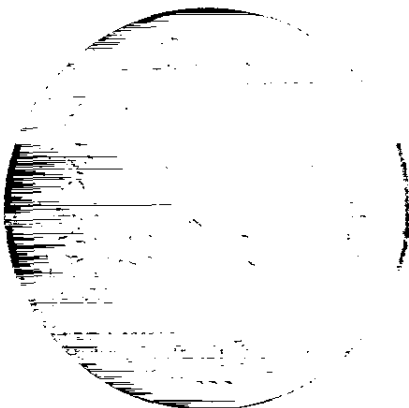
I, Mary Kiffmeyer, Secretary of State of Minnesota, do certify that: The corporation listed below is a corporation formed under the laws of Minnesota; that the corporation was formed by the filing of Articles of Incorporation with the Office of the Secretary of State on the date listed below; that the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

Name: Gentry Construction & Development, Ltd.

Date Formed: 01/19/2001

Chapter Governed By: 302A

This certificate has been issued on 04/25/03.



Mary Kiffmeyer
Secretary of State.