

# F010000002970

## TRANSMITTAL LETTER

TO: Registration Section  
Division of Corporations

100004136991--8  
-05/04/01--01083--007  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

SUBJECT: St. Paul Venture Capital, Inc  
(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:

Steven L.P. Schwen  
(Name of Person)

St. Paul Venture Capital, Inc  
(Firm/Company)

10400 Viking Drive, Suite 550  
(Address)

Eden Prairie, MN 55344  
(City/State and Zip code)

W01-10503

For further information concerning this matter, please call:

Steven L.P. Schwen at (952) 995-7492  
(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

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

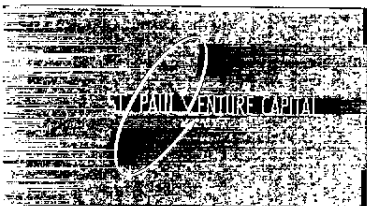
01 JUN -5 AM 8:33

FILED

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

7p



10400 VIKING DRIVE SUITE 550  
EDEN PRAIRIE, MN 55344

(952) 995-7474 FAX (952) 995 7475

April 18, 2001

**VIA U.S. Mail**

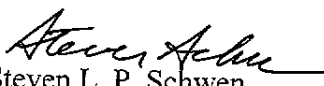
State of Florida  
Registration Section – Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Dear Sir or Madam:

Enclosed please find the Transmittal Letter and Application by Foreign Corporation for Authorization to Transact Business in Florida for **St. Paul Venture Capital, Inc.** In addition, please find a check in the amount of \$87.50 for filing, certificate of status and certified.

Please feel free to call me at (952) 995-7492 with any questions or concerns.

Sincerely,

  
Steven L. P. Schwen  
Vice President - Finance

**FILED**  
01 JUN -5 AM 8:33  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Enclosures



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

May 9, 2001

STEVEN L.P. SCHWEN  
ST. PAUL VENTURE CAPITAL, INC.  
10400 VIKING DRIVE, SUITE 550  
EDEN PRAIRIE, MN 55344

SUBJECT: ST. PAUL VENTURE CAPITAL, INC.  
Ref. Number: W01000010503

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01 JUN -5 AM 8:33  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

We have received your document for ST. PAUL VENTURE CAPITAL, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

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.

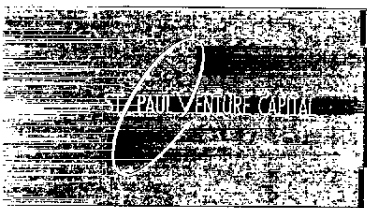
Unfortunately, the enclosed certified copy does not meet our filing requirements. We require a certificate of existence, which usually consists of a single sheet of paper and clearly reflects the entity is a valid entity in its home state/country. You can obtain the certificate of existence from the same office that provided you with the certified copy.

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) 487-6958.

Lee Rivers  
Document Specialist

Letter Number: 001A00027899



10400 VIKING DRIVE SUITE 550  
EDEN PRAIRIE, MN 55344

(952) 995-7474 FAX (952) 995 7475

May 30, 2001

**VIA U.S. Mail**

State of Florida  
Registration Section – Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Dear Sir or Madam:

Enclosed please find the Certificate of Good Standing from the State of Delaware for **St. Paul Venture Capital, Inc.** as requested by your letter dated May 9, 2001 (Letter Number: 001A00027899). In addition, we have signed the original Transmittal Letter and Application by Foreign Corporation for Authorization to Transact Business in Florida for **St. Paul Venture Capital, Inc.** as you requested.

Please feel free to call me at (952) 995-7492 with any questions or concerns.

Sincerely,

A handwritten signature in cursive script, reading "Steven L. P. Schwen".

Steven L. P. Schwen  
Vice President - Finance

Enclosures

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01 JUN -5 AM 8:33  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

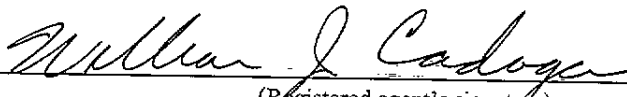
**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT  
BUSINESS IN FLORIDA**

*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. St. Paul Venture Capital, 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. Delaware 3. 41-1860833  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. December 19, 1996 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. April 23, 2001  
(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. 10400 Viking Drive, Suite 550, Eden Prairie, MN 55344  
(Principal office address)  
10400 Viking Drive, Suite 550, Eden Prairie, MN 55344  
(Current mailing address)
8. Venture Capital Investment Company  
(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: William J. Cadogan  
Office Address: 8960 Bay Colony Drive, #704  
Naples, Florida 34108  
(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.

**FILED**  
01 JUN -5 AM 8:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

A. DIRECTORS

Chairman: Douglas W. Leatherdale

Address: 385 Washington Street St. Paul, MN 55102-1396

Vice Chairman: N/A

Address: \_\_\_\_\_

Director: Patrick A. Hopf

Address: 10400 Viking Drive, Suite 550, Eden Prairie, MN 55344

Director: Michael Wright

Address: 385 Washington Street, St. Paul, MN 55102-1396

B. OFFICERS

President: Patrick A. Hopf

Address: 10400 Viking Drive, Suite 550, Eden Prairie, MN 55344

Vice President: Steven L.P.Schwen

Address: 10400 Viking Drive, Suite 550, Eden Prairie, MN 55344

Secretary: N/A


Address: \_\_\_\_\_

Treasurer: N/A

Address: \_\_\_\_\_

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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. Steven L.P.Schwen Vice President-Finance  
(Typed or printed name and capacity of person signing application)

*State of Delaware*  
*Office of the Secretary of State* PAGE 1

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I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ST. PAUL VENTURE CAPITAL, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-FIRST DAY OF MAY, A.D. 2001.

FILED  
01 JUN -5 AM 8:33  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

2698519 8300

010238045

AUTHENTICATION: 1144200

DATE: 05-21-01