

1.
F010000003630

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Grand Holdings, Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam:

300003972733--1
-04/09/01--01098--018
*****70.00 *****70.00

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:

300003972733--1
-07/10/01--01028--003
***1350.00 ***1950.00

Ray Waaranieni
(Name of Person)

Grand Holdings, Inc.
(Firm/Company)

8009 34th Ave S. STE 700
(Address)

Bloomington, MN 55425
(City/State and Zip code)

For further information concerning this matter, please call:

Ray Waaranieni at (952) 814-8893
(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

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TALLAHASSEE, FLORIDA

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
4mtr 7/10



Department of State

Memorandum Office of the General Counsel

TO: File

FROM: Gerard York, Assistant General Counsel

DATE: July 7, 2001

RE: Grand Holdings, 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 1998 of \$450.00 and foreign non-qualified penalties of \$1500.00 assessed at the statutory minimum of \$500.00 per year. Corporation wishes to be qualified to do business in the State of Florida. Accordingly, it is recommended corporation be issued a certificate of authority.

/gtv

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TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

April 11, 2001

RAY WAARANIEMI
8003 34TH AVE S., STE 700
BLOOMINGTON, MN 55425

SUBJECT: GRAND HOLDINGS, INC.
Ref. Number: W01000008125

We have received your document for GRAND HOLDINGS, 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/uniform business 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/uniform business report and penalty fees is \$3450.00.

Enclosed please find a copy of section 607.1501, 617.1501, or 608.502, 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 notarized 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, 617.1501 or 608.502, Florida Statutes.

If you have any questions concerning the filing of your document, please call (850) 487-6097.

Michael Mays
Document Specialist

Letter Number: 001A00021421

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TELETYPE
UNITED STATES
DEPARTMENT OF
STATE
WASHINGTON, DC
20520-0001

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**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. Grand Holdings, 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. Nevada 3. 88-0329499
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. September 24, 1993 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. May 1, 1998
(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. 8009 34th Ave S, STE 700, Bloomington, MN 55425
(Principal office address)

Same
(Current mailing address)

8. Charter airline
(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: Capitol Corporate Services, Inc.

Office Address: 1333 North Duval Street

Tallahassee, Florida 32303
(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.

Duanie Case, asst. sec.

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

A. DIRECTORS *See attached*

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS *See attached*

President: _____

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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TALLAHASSEE, FLORIDA

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

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

14. Peter W. Rainey Vice President + CFO
(Typed or printed name and capacity of person signing application)

GRAND HOLDINGS INC.
Directors and Officers

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OFFICE HELD	NAME	SECRETARY OF STATE TALLAHASSEE, FLORIDA	Address
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Directors

Chairman of the Board

Carl R. Pohlad

3800 Dain Rauscher Plaza, 60 S. 6th St. Minneapolis, MN 55402

Director

Raymond W. Zehr, Jr.

3800 Dain Rauscher Plaza, 60 S. 6th St. Minneapolis, MN 55402

Director

Donald E. Benson

3800 Dain Rauscher Plaza, 60 S. 6th St. Minneapolis, MN 55402

Director

James O. Pohlad

3800 Dain Rauscher Plaza, 60 S. 6th St. Minneapolis, MN 55402

Director

Mickey P. Foret

5101 Northwest Drive, St. Paul, MN 55111-3034

Director

James J. Cron

5101 Northwest Drive, St. Paul, MN 55111-3034

Officers

President & CEO

Michael J. Gerend

380 Mississippi River Blvd. S., St. Paul, MN 55105

Vice President & CFO

Peter W. Rainey

3115 W. 47th Street, Minneapolis, MN 55410

Vice President & COO

Stephen M. Spellman

4608 Cascade Lane, Edina, MN 55436

Vice President Operations

Curtis J. Berchtold

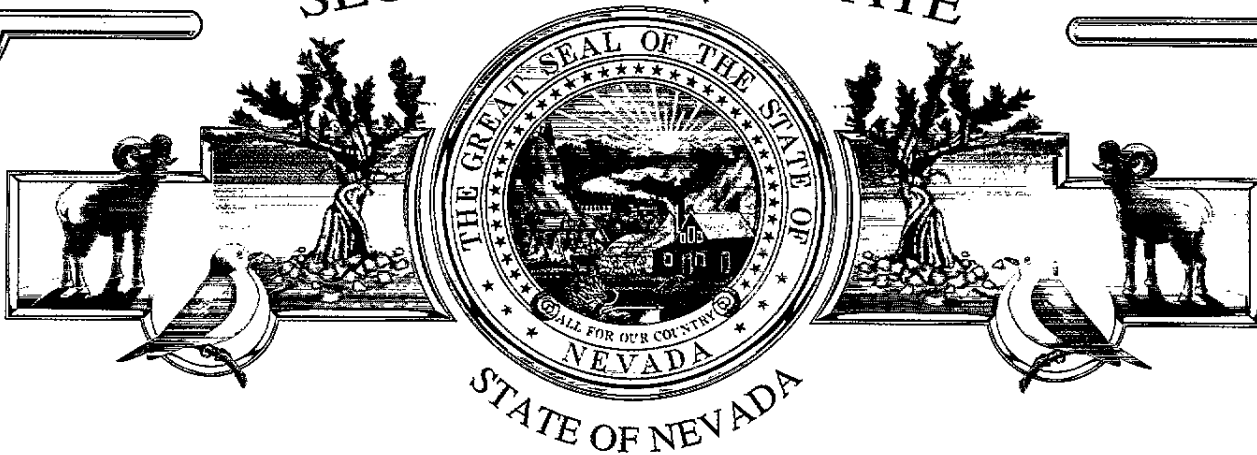
512 - 12th Ave. S., St. Paul, MN 55075

Vice President Technical Operations

Jacob H. Rosholt

4340 Dorchester Ct., Eagan, MN 55123

SECRETARY OF STATE



CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, limited-liability companies, limited partnerships, limited-liability partnerships and business trusts pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **GRAND HOLDINGS, INC.**, as a corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since September 27, 1993, and is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand
and affixed the Great Seal of State, at my office in
Carson City, Nevada, on November 27, 2000.

Secretary of State

By

Certification Clerk



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TALLAHASSEE, FLORIDA