

CT CORPORATION SYSTEM

# FOI0000004528

CORPORATION(S) NAME

MM&S Investments Corporation

FILED  
01 AUG 17 PM 3:58  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

- |  |   |   |
|--|---|---|
| <input checked="" type="checkbox"/> Profit   | <input type="checkbox"/> Amendment              | <input type="checkbox"/> Merger             |
| <input type="checkbox"/> Nonprofit           | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark               |
| <input type="checkbox"/> Foreign             | <input type="checkbox"/> Reinstatement          | <input type="checkbox"/> Other              |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report          | <input type="checkbox"/> Change of RA       |
| <input type="checkbox"/> LLC                 | <input type="checkbox"/> Name Registration      | <input type="checkbox"/> UCC                |
| <input type="checkbox"/> Fictitious Name     | <input type="checkbox"/> UCC                    | <input type="checkbox"/> CUS                |
| <input type="checkbox"/> Certified Copy      | <input type="checkbox"/> Photocopies            |   |
| <input type="checkbox"/> Call When Ready     | <input type="checkbox"/> Call If Problem        | <input type="checkbox"/> After 4:30         |
| <input checked="" type="checkbox"/> Walk In  | <input type="checkbox"/> Will Wait              | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Mail Out            |   |   |

7

BK

RECEIVED  
DEPT. OF REVENUE  
TALLAHASSEE, FLORIDA  
AUG 17 2001  
DIVISION OF CORPORATIONS  
2:17 PM  
TO ACKNOWLEDGE  
SUFFICIENCY OF FILING  
NAME  
Availability  
Document  
Examiner  
Updater  
Verifier  
W.P. Verifier

8/17/01

ms

Order#: 4657805

100004540171--7

-08/17/01--01041--025

Ref#: \*\*\*\*\*70.00 \*\*\*\*\*70.00

Amount: \$

660 East Jefferson Street  
Tallahassee, FL 32301  
Tel. 850 222 1092  
Fax 850 222 7615



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

August 17, 2001

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

C T CORPORATION SYSTEM

TALLAHASSEE, FL

SUBJECT: MM&S INVESTMENTS CORPORATION  
Ref. Number: W01000019116

We have received your document for MM&S INVESTMENTS CORPORATION and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please note that we have RETAINED your \$70.00 payment.

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO. ✓

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

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) 245-6914.

10.  
Buck Kohr  
Corporate Specialist

Letter Number: 101A00047203

RECEIVED  
01 AUG 27 AM 11:14  
DIVISION OF CORPORATION

MM&S INVESTMENTS CORPORATION

SECRETARY'S CERTIFICATE


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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, Kenneth R. Larsen, being the duly elected Secretary of MM&S Investments Corporation, a Minnesota corporation (the "Company") hereby certifies that the Company is duly organized and existing under the laws of the State of Minnesota and that the following resolution was duly adopted by the Company's Board on August 23, 2001:

" NOW, THEREFORE, BE IT RESOLVED, that MM&S Investments Corporation, organized and existing in the State of Minnesota hereby adopts the name "Marshall Miller & Schroeder Investments Corporation" as its assumed name for the purpose of transacting business in the State of Florida."

In WITNESS WHEREOF, the undersigned has executed this certificate as of August 23, 2001.

MM&S Investments Corporation

By:   
Kenneth R. Larsen, Secretary

**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

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TALLAHASSEE, FLORIDA

1. MM&S Investments Corporation

(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. 41-2007909

(FEI number, if applicable)

4. May 15, 2001

(Date of incorporation)

5. Perpetual

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

6. Upon qualification

(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 150 S. Fifth Street, Suite 3000, Minneapolis, MN 55402

(Current mailing address)

8. Investment services

(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: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida, 33324

(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.*

C T Corporation System

Kevin D. Lumberg  
(Registered agent's signature)  
Kevin D. Lumberg, Asst. Secy.

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.

12. Names and addresses of officers and/or directors: (Street address **ONLY** - P.O. Box **NOT** acceptable)

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**A. DIRECTORS (Street address only - P.O. Box NOT acceptable)**

Chairman: See Attached List

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

Vice Chairman: \_\_\_\_\_

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

Director: \_\_\_\_\_

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

Director: \_\_\_\_\_

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

**B. OFFICERS (Street address only - P.O. Box NOT acceptable)**

President: See Attached List

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

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. Jerome A. Tabolich  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Jerome A. Tabolich, President

(Typed or printed name and capacity of person signing application)

**Officers and Directors**  
**Of**  
**MM&S Investments Corporation**

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**01 AUG 17 PM 3:58**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

<u>Name</u>	<u>Title(s)</u>	<u>Business Address</u>
Jerome A. Tabolich	President, CEO and Director	150 S. Fifth Street, Suite 3000 Minneapolis, MN 55402
Kenneth R. Larsen	CFO, Secretary and Director	150 S. Fifth Street, Suite 3000 Minneapolis, MN 55402
Steven W. Erickson	Sr. Vice President	150 S. Fifth Street, Suite 3000 Minneapolis, MN 55402
Gregory A. Bolin	Sr. Vice President	150 S. Fifth Street, Suite 3000 Minneapolis, MN 55402
John L. Greisen	Sr. Vice President	150 S. Fifth Street, Suite 3000 Minneapolis, MN 55402

# State of Minnesota

## SECRETARY OF STATE

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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FILED

### Certificate of Good Standing

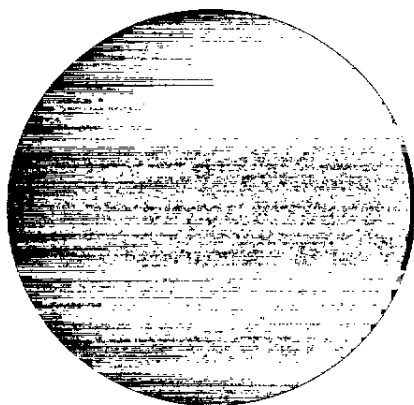
I, Mary Kiffmeyer, Secretary of State of Minnesota, do certify that: The corporation listed below is a corporation formed under the laws of Minnesota; that the corporation was formed by the filing of Articles of Incorporation with the Office of the Secretary of State on the date listed below; that the 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: MM&S Investments Corporation

Date Formed: 05/15/2001

Chapter Governed By: 302A

This certificate has been issued on 08/15/01.



*Mary Kiffmeyer*  
Secretary of State.