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GRAY  
PLANT  
MOOTY

3400 CITY CENTER  
33 SOUTH SIXTH STREET  
MINNEAPOLIS, MN 55402-3796

CONSULTING OFFICE, BEIJING CHINA

612 343-2800  
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William D. Klein  
612 343-2958  
william.klein@gpmlaw.com

November 6, 2001

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

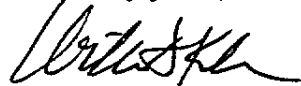
Re: RSW Management, Inc.

700004675997--6  
-11/13/01--01031--002  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Dear Sir/Madam:

Enclosed are the following: (1) Transmittal Letter for the above, (2) Application by Foreign Coporation for Authorization to Transact Business in Florida, (3) Good Standing Certificate from the State of Minnesota, and (4) check in the amount of \$70.00. If you have any questions, please contact the undersigned.

Very truly yours,



William D. Klein

WDK/jld

Enclosures

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TALLAHASSEE, FLORIDA

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11/13

## TRANSMITTAL LETTER

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** RSW Management, 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:

William D. Klein  
(Name of Person)

Gray Plant Mooty  
(Firm/Company)

3400 City Center, 33 South Sixth Street  
(Address)

Minneapolis, MN 55402  
(City/State and Zip code)

For further information concerning this matter, please call:

William D. Klein at ( 612 ) 343-2800  
(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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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

**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. RSW Management, 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 3. \_\_\_\_\_  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. October 25, 2001 5. perpetual  
(Date of incorporation) (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. 808 Sage Avenue, Wellington, FL 33414  
(Principal office address)
- \_\_\_\_\_  
(Current mailing address)
8. Perform management 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: Ronald A. Ward
- Office Address: 808 Sage Avenue  
Wellington, Florida 33414  
(City) (Zip code)

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**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.

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

A. DIRECTORS

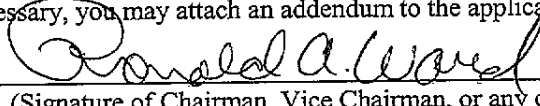
Chairman: Ronald A. Ward  
Address: 808 Sage Avenue  
Wellington, FL 33414  
Vice Chairman: Stephanie H. Ward  
Address: 808 Sage Avenue  
Wellington, FL 33414  
Director: \_\_\_\_\_  
Address: \_\_\_\_\_  
Director: \_\_\_\_\_  
Address: \_\_\_\_\_

B. OFFICERS

President: Ronald A. Ward  
Address: 808 Sage Avenue  
Wellington, FL 33414  
Vice President: Stephanie H. Ward  
Address: 808 Sage Avenue  
Wellington, FL 33414  
Secretary: Stephanie H. Ward  
Address: 808 Sage Avenue, Wellington, FL 33414  
Treasurer: Ronald A. Ward  
Address: 808 Sage Avenue, Wellington, FL 33414

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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. Ronald A. Ward, Chairman  
(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.

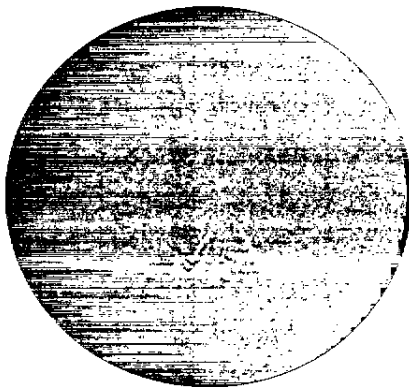
Name: RSW Management, Inc.

Date Formed: 10/25/2001

Chapter Governed By: 302A

This certificate has been issued on 11/05/01.

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TALLAHASSEE, FLORIDA



*Mary Kiffmeyer*  
Secretary of State.