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2004 MAR 31 PM 4:08
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

W04-11458
J. BRYAN MAR 23 2004

J. BRYAN ADD - 2 2004

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: BORDER STATES 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:

DAN WEISS

(Name of Person)

BORDER STATES MGMT

(Firm/Company)

1708 SOUTH 1ST STREET

(Address)

WILLMAR, MN 56201

(City/State and Zip code)

For further information concerning this matter, please call:

DAN WEISS

(Name of Person)

at (320) 231-3750

(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:

- | | | | |
|---|---|---|---|
| <input type="checkbox"/> \$70.00 Filing Fee | <input checked="" type="checkbox"/> \$78.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$78.75 Filing Fee &
Certified Copy | <input type="checkbox"/> \$87.50 Filing Fee,
Certificate of Status &
Certified Copy |
|---|---|---|---|

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

March 23, 2004

DAN WEISS
BORDER STATES MGMT
1708 SOUTH 1ST STREET
WILLMAR, MN 56201

SUBJECT: BORDER STATES MANAGEMENT, INC.
Ref. Number: W04000011458

We have received your document for BORDER STATES MANAGEMENT, INC. and your check(s) totaling \$78.75. 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.

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) 245-6043.

Joey Bryan
Document Specialist

Letter Number: 104A00019006

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DIVISION OF CORPORATIONS
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. **BORDER STATES MANAGEMENT, INC.**

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

BSMI, INC.

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. **SOUTH DAKOTA**

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

3. **46-0432839**

(FEI number, if applicable)

4. **JULY 13, 1994**

(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. **1308 E 60TH ST N SIOUX FALLS, SD 57104**

(Principal office address)

1708 SOUTH 1ST STREET WILLMAR, MN 56201

(Current mailing address)

8. **RESTAURANT MANAGEMENT**

(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: DAVID E. PLATTE

Office Address: 603 INDIAN ROCKS RD.

BELLEAIR, FL

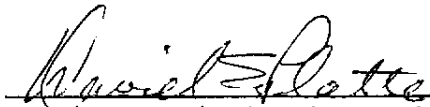
(City)

, Florida 33756

(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.

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

A. DIRECTORS

Chairman: **JOE CODY**

Address: **1629 S. CLEVELAND AVE #C**

SIOUX FALLS, SD 57103

Vice Chairman: **MIKE WALZ**

Address: **3045 WEST DONAHUE DRIVE**

SIOUX FALLS, SD 57105

Director: **RANDY KRAGH**

Address: **1920 MEADOWROSE BLVD**

ST CLOUD, MN 56301

Director: _____

Address: _____

B. OFFICERS

President: **JOE CODY**

Address: **1629 S. CLEVELAND AVE #C**

SIOUX FALLS, SD 57103

Vice President: **MIKE WALZ**

Address: **3045 WEST DONAHUE DRIVE**

SIOUX FALLS, SD 57105

Secretary: **RANDY KRAGH**

Address: **1920 MEADOWROSE BLVD ST CLOUD, MN 56301**

Treasurer: **RANDY KRAGH**

Address: **1920 MEADOWROSE BLVD ST CLOUD, MN 56301**

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

13. *Randy Kragh*
(Signature of Director or Officer listed in number 12 of the application)

14. ~~JOE CODY, PRESIDENT~~ RANDY KRAGH, SEC/TREAS.
(Typed or printed name and capacity of person signing application)

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CLYDE J. CORPORATION'S
TALLAHASSEE, FLORIDA

State of South Dakota



OFFICE OF THE SECRETARY OF STATE

Certificate of Good Standing Domestic Corporation

ORGANIZATIONAL ID #DB034612

I, **Chris Nelson**, Secretary of State of the State of South Dakota, do hereby certify that **BORDER STATES MANAGEMENT, INC.** was duly incorporated under the laws of this state on **July 13, 1994**.

I, further certify that said corporation has complied with the laws of this State relative to the formation of corporations of its kind and is now a regularly and properly organized and existing corporation under the laws of this State and is in good standing, as shown by the records of this office. This certificate is not to be construed as an endorsement, recommendation or notice of approval of the corporation's financial condition or business activities and practices. Such information is not available from this office.



IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State of South Dakota, at Pierre, the Capital, this February 23, 2004.

Chris Nelson

Chris Nelson
Secretary of State