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95 JUL 20 PM 1:43

DIVISION OF REGISTRATION

ACCOUNT NO. : 072100000032

REFERENCE : 645209 81757A

AUTHORIZATION :

COST LIMIT : 0 PREPAID

ORDER DATE : July 20, 1995

ORDER TIME : 10:57 AM

ORDER NO. : 645209

CUSTOMER NO: 81757A

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-07/20/95---01063---005
***131.25 ***131.25

CUSTOMER: Linda Brinkman, esq
Brinkman & Wolfe, P.A.
Suite 509
500 Fifth Avenue South
Naples, FL 33940

FOREIGN FILINGS

NAME: GARRETT REAL ESTATE
DEVELOPMENT CORPORATION

XX PROFIT
 NON-PROFIT

XX CORPORATE
 LIMITED PARTNERSHIP

XX QUALIFICATION

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angela Lane

TRANSMITTAL LETTER

TO: QUALIFICATION/TAX LIEN SECTION
DIVISION OF CORPORATIONS

SUBJECT: GARRETT REAL ESTATE DEVELOPMENT CORPORATION
(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:

LINDA C. BRINKMAN
(Name of Person)
Brinkman & Wolfe, P.A.
(Firm/Company)
500 Fifth Ave. South, Ste. 509
(Address)
Naples, Florida 33940
(City, State and Zip Code)

Should you need to call someone concerning this matter, please call:

Linda C. Brinkman at (813) 262 - 0528
(Name of Person) Area Code & Daytime Telephone Number

COURIER ADDRESS:
Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Qualification/Tax Lien Sec.
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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TALLAHASSEE, FLORIDA

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACTION 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. GARRETT REAL ESTATE DEVELOPMENT 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 3. 41-1425453
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. March 19, 1982 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon filing
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.155, F.S.)
7. 900 Second Avenue South, Suite 890
Minneapolis, MN 55402
(Current mailing address)
8. All purposes allowed by law
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

- 9. Name and street address of Florida registered agent:**

Name: Garrett G. Carlson, Sr.

Office Address: 4501 Tamiami Trail North, Suite 216

Naples, Florida,

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

- 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 addresses of officers and/or directors:

A. DIRECTORS

Chairman: GARRETT G. CARLSON, SR.
Address: 4501 Tamiami Trail North, Suite 216
Naples, Florida 33940

Vice Chairman: _____
Address: _____

Director: _____
Address: _____

Director: _____
Address: _____

B. OFFICERS

President: GARRETT G. CARLSON, SR.
Address: 4501 Tamiami Trail North, Suite 216
Naples, Florida 33940

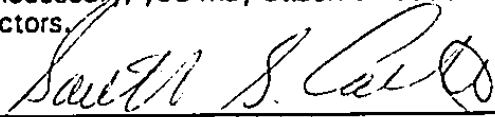
Vice President: _____
Address: _____

Secretary: GARRET G. CARLSON, JR.
Address: 900 Second Avenue South, Suite 880
Minneapolis, Minnesota 55402

Treasurer: GARRETT G. CARLSON, SR.
Address: 4501 Tamiami Trail North, Suite 216
Naples, Florida 33940

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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. GARRETT G. CARLSON, SR., President & Chief Executive Officer
(Typed or printed name and capacity of person signing application)

State of Minnesota

SECRETARY OF STATE

Certificate of Good Standing

I, Joan Anderson Growe, 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: GARRETT REAL ESTATE DEVELOPMENT CORPORATION

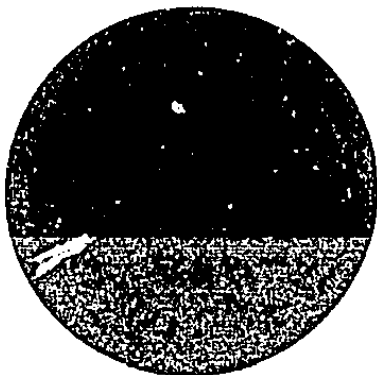
Date Formed: 03/19/1982

Chapter Governed By: 302A

This certificate has been issued on 07/10/95.

95 JUL 20 PM 2:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED



Joan Anderson Growe
Secretary of State.