

F95000005814

TRANSMITTAL LETTER

**TO: QUALIFICATION/REGISTRATION SECTION
DIVISION OF CORPORATIONS**

SUBJECT: Sunrise Leasing Corporation
(Name of corporation)

800001415618
-02/27/95--01013--009
*****78.75 *****78.75

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:

Susan R. Myrick

(Name of Person)

Sunrise Leasing Corporation

(Firm/Company)

5500 Wayzata Blvd.; Suite 725

(Address)

Golden Valley, MN 55416

(City, State and Zip Code)

800001415618
-08/29/95--01010--002
***3896.25 ***3896.25

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

Susan R. Myrick

(Name of Person)

at (612) 593 . 1904

Area Code & Daytime Telephone Number

(Paid \$3896.25 penalty for previously transact business in Florida without authority for years 1989-1994 see next pages)

COURIER ADDRESS:

Qualification/Registration Sec.
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Registration Sec.
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

*Name conflict
Doc# V61264*

S U N R I S E

5500 Wayzata Boulevard • Suite 725 • Golden Valley, MN 55416



L E A S I N G

FAX 612/593-1726 • PHONE 612/593-1904

August 23, 1995

Ms. Jennifer Sindt
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RE: Sunrise Leasing Corporation
Ref. Number: W9500004366

Dear Ms. Sindt:

On February 27, 1995 we received a letter from you indicating that our application for qualification to do business in the state of Florida had not been processed because the name was not available. The letter also indicated that we owe a fee in the amount of \$3,896.25 to cover both the annual report and penalty fees.

On August 15, 1995 we received a follow-up letter from you indicating the amount due and payable and asking for a resolution to the issue.

The facts and circumstances of the initial application have changed as there has been a significant number of changes to the organization originally known as Sunrise Leasing Corporation. The situation is as follows:

- On February 14, 1995 Sunrise Leasing Corporation (EIN 41-1632858) changed its name to Sunrise Resources, Inc.
- On February 14, 1995 Sunrise Resources Inc. formed a wholly owned subsidiary named Sunrise Leasing Corporation (EIN 41-1805636). This new corporation had no assets until April 1, 1995 when the leasing assets of Sunrise Resources, Inc. were transferred at net book value into this wholly owned subsidiary.

We understand that the name Sunrise Leasing Corporation is not available for use in transacting business in your state. We also understand the name Sunrise Leasing of Minnesota Corporation is available for use at the present time. We request that this name be used by us as we transact business in the state of Florida both prior to April 1, 1995 and thereafter.

Enclosed you will find a check for payment of the penalties and fees in the amount of \$3,896.25 due and payable from our previous application for proper qualification to transact business. In addition, enclosed is a Certificate of Name Change to Sunrise Resources, Inc. and

a Certificate of Good Standing for the new wholly owned subsidiary Sunrise Leasing Corporation.

It is our understanding that upon receipt of the fees and penalties, the application will be processed under the name Sunrise Leasing of Minnesota Corporation and a certificate of authority will be issued to Sunrise Leasing Corporation in order to transact business in the state of Florida.

It is also our understanding that since the assets and the business transacted in Florida have not changed from the original application, this application will be used by the wholly owned subsidiary effective April 1, 1995.

If there is additional information needed to process this application please contact Patricia Hannon at (612) 513-2301.

Sincerely,

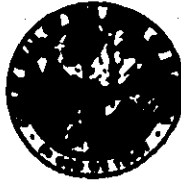
Patricia J. Hannon

Patricia J. Hannon
Controller
Sunrise Resources, Inc.

No longer in
service. Called
Susan Myrick at 612-593-1904. *

8/29/95
* Verified by phone that
41-1632858 is no longer
transacting business in
Florida as of 4/1/95.
Closing this file.

They will file another
application for 41-1805636,
the "new" corporation.



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 27, 1995

SUSAN R. MYRICK
SUNRISE LEASING CORPORATION
5500 WAYZATA BLVD., STE. 725
GOLDEN VALLEY, MN 55416

SUBJECT: SUNRISE LEASING CORPORATION
Ref. Number: W95000004366

We have received your document for **SUNRISE LEASING CORPORATION** and your check(s) totaling \$78.75. However, the document has not been filed and is being retained in this office for the following:

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 **CORPORATE SPECIALIST** indicated.

Section 607.1502(4) or 617.1502(4), Florida Statutes, requires this office to collect a \$500 penalty fee for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report fees that would have been due this office had the corporation qualified the year it began operations in this state. The amount due this office to cover both annual report and penalty fees is \$3896.25.

Enclosed please find a copy of section 607.1501 or 617.1501, Florida Statutes, which lists those activities that do not constitute transacting business or conducting affairs in this state. If after reviewing this section you determine erroneous information was inserted on the application, a sworn 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 or conducting its affairs in Florida prior to the year the application was submitted did not constitute transacting business or conducting affairs pursuant to section 607.1501 or 617.1501, Florida Statutes.

If you have any questions concerning the filing of your document, please call

(904) 487-8095.

**Jennifer Sindt
Document Examiner**

Letter Number: 995A00008725



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 12, 1995

SUSAN R. MYRICK
SUNRISE LEASING CORPORATION
5500 WAYZATA BLVD., STE. 725
GOLDEN VALLEY, MN 55416

SUBJECT: SUNRISE LEASING CORPORATION
Ref. Number: W95000004366

This letter is in response to the application by foreign corporation for authorization to transact business in Florida that was previously submitted to this office for **SUNRISE LEASING CORPORATION**.

The referenced application states that the corporation has transacted business in the State of Florida since July 1, 1989. You were notified by letter dated February 27, 1995, that because of failure to obtain a certificate of authority prior to transacting business in the State of Florida, the corporation is liable for \$3896.25 in appropriate fees and penalties as set forth in Section 607.1502(4), Florida Statutes, (copy enclosed).

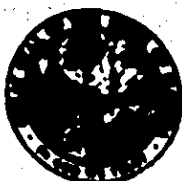
Until a response is received by this office concerning the prior notification, the application by foreign corporation for authorization to transact business in Florida will not be processed. If erroneous information was reflected on the previously submitted application, a sworn affidavit may be filed stating the correct date the corporation first transacted business in Florida, that the corporation did not transact business in Florida prior to the application filing year and that the information entered on such application is incorrect. Any such affidavit will be included with your original qualification documents.

Please provide your response to this letter within 30 days to avoid the necessity of further action.

If you have further questions concerning the filing of your document, please telephone the Foreign Qualification/Tax Lien Section at (904) 487-6091.

Jennifer Sindt
Document Examiner Letter No. 295A00024459

Enclosure



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 15, 1995

CRAIG FORSMAN
SUNRISE LEASING CORPORATION
5500 WAYZATA BLVD., STE. 725
GOLDEN VALLEY, MN 55416

SUBJECT: SUNRISE LEASING CORPORATION
Ref. Number: W9500004366

*Paid penalty
No longer transacting
in Fla. Closed file
8/29/95.*

CERTIFIED MAIL #P 348 066 469 RETURN RECEIPT REQUESTED

This letter constitutes notice that the Department of State (Department) intends to pursue all legal remedies provided in Sections 607.0130(3) and 607.1502(4), Florida Statutes, because of the failure of **SUNRISE LEASING CORPORATION** to pay the appropriate penalties and fees incurred by the transacting of business as a foreign corporation in Florida without authority. I have enclosed a copy of Sections 607.0130(3), 607.1501 and 607.1502, Florida Statutes, for your review.

The application submitted by **SUNRISE LEASING CORPORATION** for authority to transact business in Florida indicates that the corporation transacted business in Florida prior to qualifying. As a result, associated penalties and fees imposed by Section 607.1502(4), Florida Statutes, are due and owing the Department.

Penalties and fees in the amount of \$3896.25 are now due. To avoid further penalty, payment must be remitted within 45 days of receipt of this letter. Please make your check payable to the Department of State and forward it to this office.

In the event the date business was first transacted in Florida is incorrect or the activity falls under an enumerated exemption provided in Section 607.1501(2), Florida Statutes, please provide this office with an affidavit to that effect. If it is determined that the affidavit establishes either circumstance, all penalties and fees previously imposed will either be withdrawn or will be recalculated in accordance with the corrected information, and the application will be processed accordingly. If you have any questions regarding this matter, please telephone (904) 487-6091. I look forward to your response.

Sincerely,

Marc W. Dunbar, Assistant General Counsel

Enclosures Letter No. 895A00038183

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 TRANSACTION BUSINESS IN THE
STATE OF FLORIDA:

1. Sunrise Leasing 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. 41-1632858

(FEI number, if applicable)

4. 2/14/89

(Date of incorporation)

5. Perpetual

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

6. 7/1/89

(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.155, F.S.)

7. 5500 Wayzata Blvd.; Suite 725

Golden Valley, MN 55416

(Current mailing address)

8. Lessor of Computer Equipment

(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: The Prentice-Hall Corporation System, Inc.

Office Address: 1201 Hays Street; Suite 105

Tallahassee

, Florida , 32301

(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.

Mary Wiener, Asst. V.P.
(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: Donald Brattain
Address: 3905 Walden Shores Road
Deephaven, MN 55391

Vice Chairman: Craig Forsman
Address: 21 Deer Hills Drive
North Oaks, MN 55127

Director: Marc Keepman
Address: 3935 Hillcrest Way
Deephaven, MN 55391

Director: Thomas Anderson
Address: 3311 Martha Lane
Minnetonka, MN 55435

B. OFFICERS

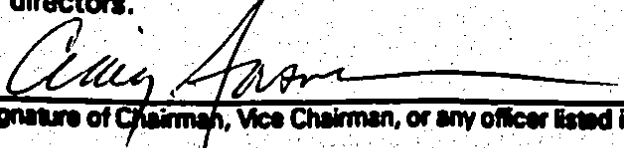
President: Craig Forsman
Address: 21 Deer Hills Drive
North Oaks, MN 55127

Vice President: Dana Prescott
Address: 637 Monte Vista Road
Golden, CO 80401

Secretary: Marc Keepman
Address: 3935 Hillcrest Way
Deephaven, MN 55391

CFO Treasurer: Patricia Hannon
Address: 4420 Glacier Lane N.
Plymouth, MN 55446

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. CRAIG FORSMAN - PRESIDENT
(Typed or printed name and capacity of person signing application)

State of Minnesota

SECRETARY OF STATE

Certificate of Good Standing

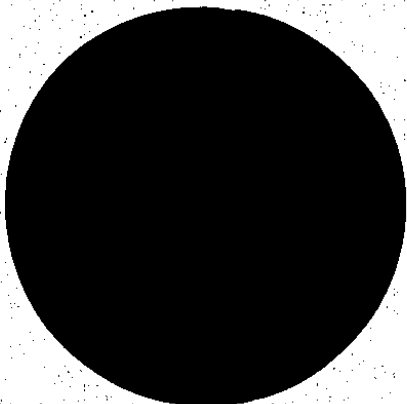
I, Joan Anderson Grove, Secretary of State of Minnesota, do certify that: The corporation listed below is a corporation formed under the laws of Minnesota; that the corporation was formed by the filing of Articles of Incorporation with the Office of the Secretary of State on the date listed below; that 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: Sunrise Leasing Corporation

Date Formed: 02/14/1989

Chapter Governed By: 302A

This certificate has been issued on 01/27/95.



Joan Anderson Grove
Secretary of State.

State of Minnesota

SECRETARY OF STATE

Certificate of Name Change

I, Joan Anderson Grove, Secretary of State of Minnesota, do certify that the corporation listed below filed an amendment of its articles of incorporation, or, in the case of a non-Minnesota corporation, a certificate of name change, changing its name with this office on the date listed below, and that the corporation has complied with the relevant laws of Minnesota with respect to that filing.

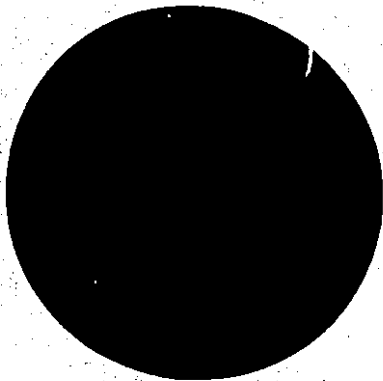
Old Name: Sunrise Leasing Corporation

New Name: Sunrise Resources, Inc.

State of Incorporation: MN

Date Amendment filed: 02/14/1995

This certificate has been issued on 08/22/95.



Joan Anderson Grove
Secretary of State.

State of Minnesota

SECRETARY OF STATE

Certificate of Good Standing

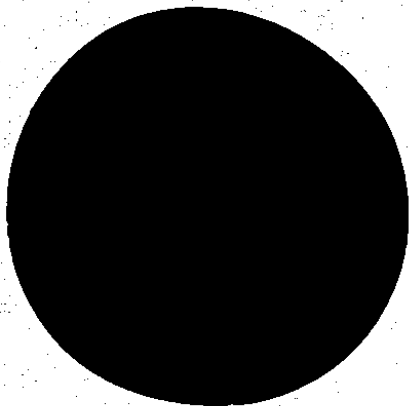
I, Joan Anderson Grove, Secretary of State of Minnesota, do certify that: The corporation listed below is a corporation formed under the laws of Minnesota; that the corporation was formed by the filing of Articles of Incorporation with the Office of the Secretary of State on the date listed below; that 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: Sunrise Leasing Corporation

Date Formed: 02/14/1995

Chapter Governed By: 302A

This certificate has been issued on 06/20/95.



Joan Anderson Grove
Secretary of State.