

December 14, 1995

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-12/13/95--01040--008
*****70.00 *****70.00

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

To Whom it may concern,

W95-24722

Enclosed are the forms necessary to conduct business in the State of Florida
as a foreign corporation, and the appropriate seventy dollar (\$70.00) fee.

If you have any questions, please contact me at 612-851-7678.

Sincerely,


Paul T. Woodward

mrs

Enclosure

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JAN -2 PH 2:03
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JAN -2 PH 2:04



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 20, 1995

PAUL T. WOODWARD
NATIONAL MARKETING, INC.
2901 METRO DRIVE, SUITE 225
BLOOMINGTON, MN 55425

SUBJECT: NATIONAL MARKETING, INC.
Ref. Number: W95000024722

We have received your document for NATIONAL MARKETING, INC. and your check(s) totaling \$70.00. 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 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 (904) 487-6958.

Lee Rivers
Document Examiner

Letter Number: 995A00054853



**NATIONAL
MARKETING**

December 28, 1995

Lee Rivers, Document Specialist
Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

RE: Letter Number 995A00054853

Dear Lee,

Enclosed is the Resolution of Board of Directors adopting the name of
National Marketing of Minnesota, Inc. for use in Florida.

Please call me if you have any questions.

Sincerely,

Paul T. Woodward

mrs

Enclosure

RESOLUTION OF BOARD OF DIRECTORS

I, the undersigned PAUL T. WOODWARD, do hereby
that this Resolution of the Board of Directors of NATIONAL MARKETING, INC.
a corporation duly organized and existing under the laws of the State of MINNESOTA
was duly adopted on DEC 28, 19 95.

Resolved, that NATIONAL MARKETING, INC., organized
and existing in the State of MINNESOTA, hereby adopts the
name NATIONAL MARKETING OF MINNESOTA, INC. for use in Florida.

Dated: 12/28/95

Paul T. Woodward
Signature of at least one director

96 JAN 22 PM 2:04
RECEIVED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

**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. NATIONAL MARKETING, INC

(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words 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. 41-1655547

(FEI number, if applicable)

4. 1/11/1990

(Date of Incorporation)

5. PERPETUAL

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

6. HAVE NOT YET TRANSACTED BUSINESS IN FLORIDA

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

7. 2901 METRO DRIVE, SUITE 225

BLOOMINGTON, MN 55425

(Current mailing address)

8. OFFER A BUSINESS OPPORTUNITY

(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: (P.O. Box or Mail Drop Box NOT acceptable)**

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.

The Prentice-Hall Corporation System, Inc.

By: Carol Glosple

(Registered agent's signature)
Carol Glosple, Asst V.P

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.

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

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

Chairman: PAUL WOODWARD
Address: 3404 BURNSVILLE PKWY. BURNSVILLE, MN 55337
Vice Chairman: _____
Address: _____

Director: _____
Address: _____

Director: _____
Address: _____

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

President: PAUL WOODWARD
Address: 3404 BURNSVILLE PKWY. BURNSVILLE, MN 55337

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. Paul T. Woodward - PRESIDENT
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. PAUL T. WOODWARD - PRESIDENT
(Typed or printed name and capacity of person signing application)

State of Minnesota

SECRETARY OF STATE

Certificate of Good Standing

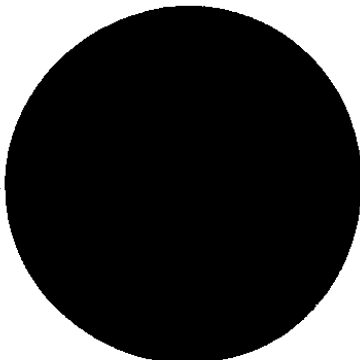
I, Joan Anderson Grove, Secretary of State of Minnesota, certify that: The corporation listed below is a corporation formed under the laws of Minnesota; that the corporation was formed by the filing of Articles of Incorporation with the Office of the Secretary of State on the date listed below; that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

Date Formed: 01/11/1990

Chapter Governed By: 302A

This certificate has been issued on 12/06/95.



Joan Anderson Grove
Secretary of State.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JAN -2 PM 2:06