

F97000006877

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: AquaPure, 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:

Thomas G. Rock, Esq.

(Name of Person)

500002383425--7

-12/26/97--01073--013

Oppenheimer Wolff & Donnelly

*****78.75 *****78.75

(Firm/Company)

Plaza VII, Suite 3400, 45 South Seventh Street

(Address)

Minneapolis, MN 55402

(City/State/Zip)

12/29
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DIVISION OF CORPORATIONS
97 DEC 26 AM 10:00

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

Patrice Kloss-Brown

(Name of Person)

at (612) 607-7360

(Area Code & Daytime Telephone Number)

COURIER ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

OPPENHEIMER WOLFF & DONNELLY

Plaza VII
45 South Seventh Street
Suite 3400
Minneapolis, MN 55402-1609

(612) 607-7000
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December 24, 1997

VIA FEDERAL EXPRESS

Qualification/Tax Lien Section
Division of Corporations
409 E. Graines St.
Tallahassee, FFL 32399

Re: **AquaPure, Inc.**

To Whom It May Concern:

Enclosed please find an Application by Foreign Corporatton for Authorization to Transact Business in Florida, along with an original Certificate of Good Standing regarding AquaPure, Inc. and our check in the amount of \$78.75 for fees. Also enclosed is a self-addressed, stamped envelope for your convenience in returning the certificate of foreign status.

Please contact me at 612-607-7360 if you have any questions.

Very truly yours,


Patrice Kloss-Brown

PK:ch

Enclosures

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**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. AquaPure, 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. N/A
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 12/12/96 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. N/A
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 146 West 87th Street
Bloomington, MN 55420
(Current mailing address)

8. General business purpose
(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: Jonathan Lucas

Office Address: 3902 Corporex Park Drive, Suite 300

Tampa, Florida, 33619
(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.

Jonathan R. Lucas
(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. (Street address ONLY - P.O. Box NOT acceptable)

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

Chairman: N/A

Address: _____

Vice Chairman: N/A

Address: _____

Director: John C. Feickert

Address: 146 West 87th Street

Bloomington, MN 55420

Director: Robert W. Lucas

Address: 146 West 87th Street

Bloomington, MN 55420

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

President: John C. Feickert

Address: 146 West 87th Street

Bloomington, MN 55420

Vice President: N/A

Address: _____

Secretary: John C. Feickert

Address: 146 West 87th Street

Bloomington, MN 55420

Treasurer: Robert W. Lucas

Address: 146 West 87th Street

Bloomington, MN 55420

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

13. Thomas G. Rock

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Thomas G. Rock, Assistant Secretary

(Typed or printed name and capacity of person signing application)

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Addendum

Assistant Secretary:
Address

Thomas G. Rock
Plaza VII
45 South Seventh Street, Suite 3400
Minneapolis, MN 55402-1609

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State of Minnesota

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Certificate of Good Standing

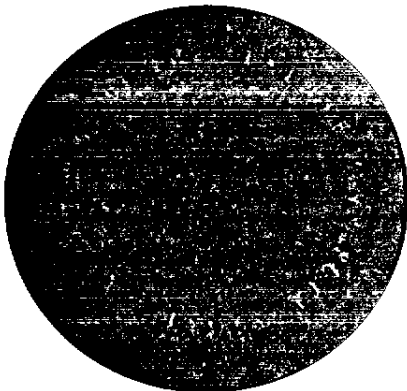
I, Joan Anderson Growe, Secretary of State of Minnesota, do certify that: The corporation listed below is a corporation formed under the laws of Minnesota; that the corporation was formed by the filing of Articles of Incorporation with the Office of the Secretary of State on the date listed below; that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

Date Formed: 12/12/1996

Chapter Governed By: 302A

This certificate has been issued on 12/10/97.



Joan Anderson Growe
Secretary of State.