

F98000001529



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 739314 4372439

AUTHORIZATION :

Patricia Pysat

COST LIMIT : \$ 70.00

ORDER DATE : March 12, 1998

ORDER TIME : 10:21 AM

ORDER NO. : 739314-005

CUSTOMER NO: 4372439

CUSTOMER: James M. Sanden, Esq
Anderson & Bailly, Attorneys
State Bank Center, #202
3100 13th Avenue, S.W.
Fargo, ND 58103

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR 18 AM 11:25

FOREIGN FILINGS

mtu
3/18

NAME: RDO EQUIPMENT CO.

400002460434--E

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

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98 MAR 18 AM 10:46
DIVISION OF CORPORATION

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. RDO Equipment Co.
(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. Delaware 3. 45-0306084
(State or country under the law of which it is incorporated) (FEL number, if applicable)
4. January 22, 1997 5. perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Approval date of application
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))
7. 2829 S. University Drive, P.O. Box 7160, Fargo, ND 58107-7160
(Current mailing address)
8. Sale, leasing and service of industrial and agricultural 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: (P.O. Box or Mail Drop Box **NOT** acceptable)
Name: Corporation Service Company
Office Address: 1201 Hays Street
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.

By: Karen B. Rozar **Karen B. Rozar, As Its 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: (Street address **ONLY**- P.O. Box **NOT** acceptable)

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

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only- P.O. Box NOT acceptable) (see attached EXHIBIT A)

President: _____

Address: _____

Vice President: _____

Address: _____

Secretary: _____

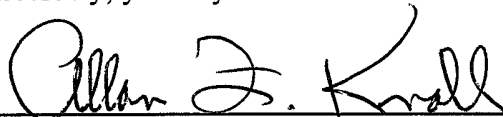
Address: _____

Treasurer: _____

Address: _____

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

13. _____



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

14. Allan F. Knoll, Secretary

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

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DIVISION OF CORPORATIONS
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OFFICERS:

Paul T. Horn-President
 Name/Title
 2829 S. University Drive
 Fargo, ND 58103

Address

Allan F. Knoll-Secretary
 Name/Title
 2829 S. University Drive
 Fargo, ND 58103

Address

Richard J. Moen-Treasurer
 Name/Title
 6866 Washington Ave. S.
 Eden Prairie, MN 55343

Address

Name/Title

Address

Name/Title

Address

Name/Title

Address

Name/Title

Address

Name/Title

Address

Name/Title

Address

DIRECTORS:

Paul T. Horn
 Name
 2829 S. University Drive
 Fargo, ND 58103

Address

Allan F. Knoll
 Name
 2829 S. University Drive
 Fargo, ND 58103

Address

Ronald D. Offutt
 Name
 2829 S. University Drive
 Fargo, ND 58103

Address

Bradford Freeman
 Name
 11100 Santa Monica Blvd.
 Suite 1900
 Los Angeles, CA 90025

Address

Norman Jones
 Name
 First Bank fbs
 601 2nd Avenue South, Suite 3000
 Minneapolis, MN 55402

Address

James Watkins
 Name
 ConAgra Diversified
 6866 Washington Avenue South
 Eden Prairie, MN 55344

Address

Ray Goldberg
 Name
 975 Memorial Drive, Apt. 701
 Cambridge, MA 02138

Address

Name

Address

Name

Address

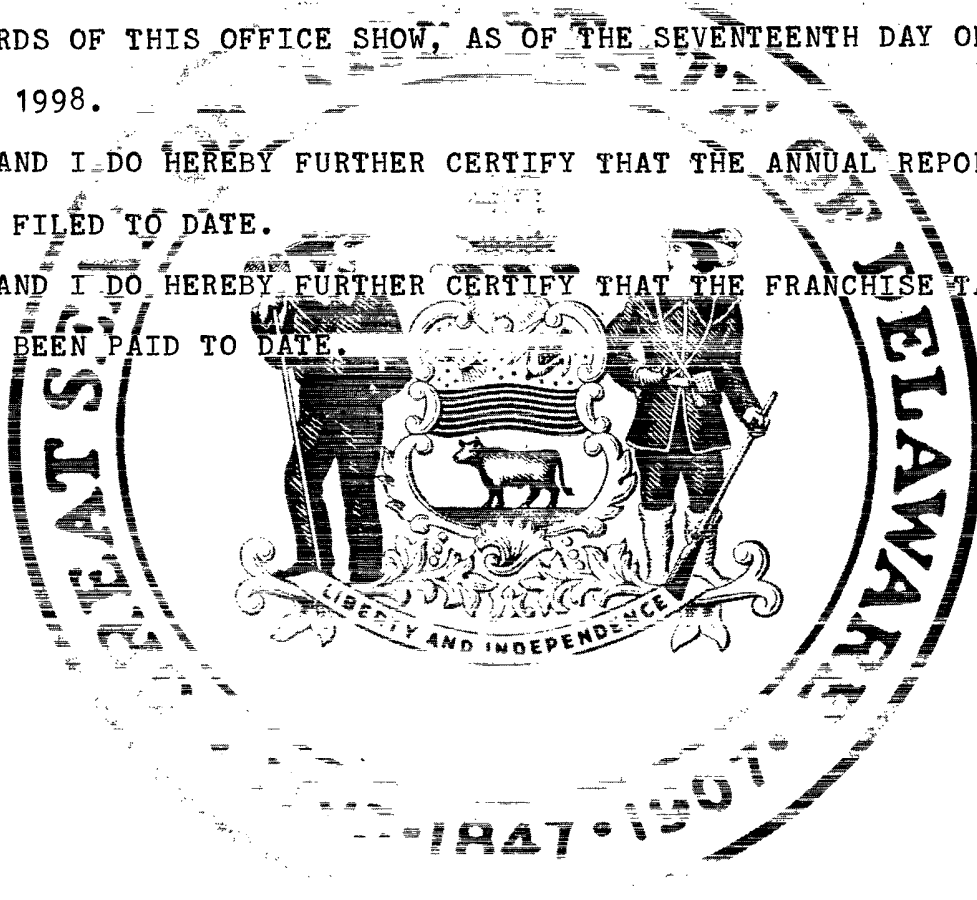
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 DIVISION OF RECORDS
 98 MAR 18 AM 11:25

State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "RDO EQUIPMENT CO." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SEVENTEENTH DAY OF MARCH, A.D. 1998.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR 18 AM 11:26



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION: 8975663

DATE: 03-17-98