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F98000003758

C T CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, Florida 32301

City

State

Zip

Phone

904-222-1092

CORPORATION(S) NAME

800002577598--4

-07/01/98--01059--005

*****8.75 *****8.75

800002577598--4

-07/01/98--01059--006

*****70.00 *****70.00

HTW INVESTMENT PARTNERS, INC

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TALLAHASSEE, FLORIDA

Profit

NonProfit

Limited Liability Company

Foreign

Amendment

Dissolution/Withdrawal

Annual Report

Reservation

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Please call Jeff Bitterfield
if any problems/questions.

THANKS!

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**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
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. HIW Investment Partners, 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. 41-1773350
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. March 1, 1994 5. perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Date of filing this Application
(Date first transacted business in Florida. (See sections 607.1501, 607.1502 and 817.155, F.S.))
7. 527 Marquette Avenue, Suite 1000
Minneapolis, MN 55402
(Current mailing address)
8. general business purposes
(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: C T CORPORATION SYSTEM

Office Address: c/o C T Corporation System, 1200 South Pine Island Road

Plantation, Florida, 33324
(Zip Code)

10. Registered agent 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.

C T CORPORATION SYSTEM

Michele R. Justesen, Asst. Secy.
(Registered agent's signature) (Officer)

Michele R. Justesen, Asst. Secy.
(Type Name and Title of Officer)

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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: See Attached Schedule 1

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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B. OFFICERS

President: _____

Address: _____

Vice President: _____

Address: _____

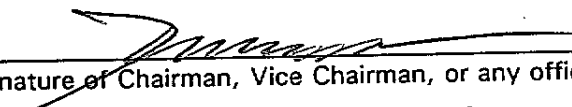
Secretary: _____

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. Richard J. Hauser, President _____
(Typed or printed name and capacity of person signing application)

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TALLAHASSEE, FLORIDA

SCHEDULE 1

OFFICERS

Name	Title	Street Address	City, State, Zip
Richard J. Hauser	President	527 Marquette Avenue, #1000	Minneapolis, MN 55402
Daniel D. Wozniak, Jr.	Vice Pres. Treasurer	527 Marquette Avenue, #1000	Minneapolis, MN 55402
John C. Trautz	Vice Pres. Secretary	527 Marquette Avenue, #1000	Minneapolis, MN 55402
Vincent J. Driessen	Vice Pres.	527 Marquette Avenue, #1000	Minneapolis, MN 55402
Kathleen M. Martin	Asst. Sec.	901 Marquette Avenue, #1500	Minneapolis, MN 55402
Carrie L. Bazella	Asst. Sec.	901 Marquette Avenue, #1500	Minneapolis, MN 55402

DIRECTORS

Name	Street Address	City, State, Zip
Richard J. Hauser	527 Marquette Avenue, #1000	Minneapolis, MN 55402
Daniel D. Wozniak, Jr.	527 Marquette Avenue, #1000	Minneapolis, MN 55402
John C. Trautz	527 Marquette Avenue, #1000	Minneapolis, MN 55402
Vincent J. Driessen	527 Marquette Avenue, #1000	Minneapolis, MN 55402

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State of Minnesota

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Certificate of Good Standing

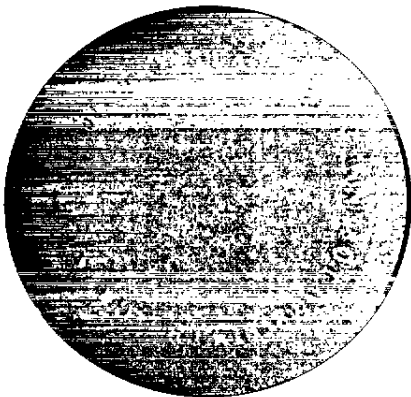
I, Joan Anderson Grove, Secretary of State of Minnesota, do certify that: The corporation listed below is a corporation formed under the laws of Minnesota; that the corporation was formed by the filing of Articles of Incorporation with the Office of the Secretary of State on the date listed below; that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

Date Formed: 03/01/1994

Chapter Governed By: 302A

This certificate has been issued on 06/29/98.



Joan Anderson Grove
Secretary of State.