F99000000982

Document Number Only

CT CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 222-1092

City State Zip Phone

500002781045--1
-02/19/99--01067--007
*****70.00 *****70.00

CORPORATION(S) NAME

500002781045--1
-02/19/99--01067--008
*****17.50 *****17.50

E.W. Blanch Holdings, Inc.

(X) Profit
( ) NonProfit
( ) Limited Liability Co.
(X) Foreign

( ) Amendment
( ) Dissolution/Withdrawal

( ) Merger
( ) Mark

( ) Limited Partnership
( ) Reinstatement

( ) Annual Report
( ) Reservation

( ) Other UCC Filing
( ) Change of RA
( ) Fic. Name
(X) CUS

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JEFFREY D. BUTTERFIELD

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CR2E031 (1-89)

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. E. W. Blanch Holdings, 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. Delaware
(State or country under the law of which it is incorporated)

3. 41-1741779
(FEI number, if applicable)

4. 3-1-93
(Date of incorporation)

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

6. Upon Qualification
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 500 N. Akard, Ste 4500
Dallas, TX 75201
(Current mailing address)

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8. To engage in any lawful act or activity for which corporations may be organized
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
under the General Corporation Law of the State of Delaware.

9. **Name and street address of Florida registered agent:** (P.O. Box or Mail Drop Box NOT acceptable)

Name: CT Corporation System

Office Address: 1200 SOUTH PINE ISLAND RD

PLANTATION, Florida, 33324
(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.

Vivianne Jones
(Registered agent's signature)

Vivianne Jones
Special Assistant Secretary

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)

Chairman: E.W. Blanch, Jr.

Address: 415 Hwy. 46 West
Boerne, TX 78006

Vice Chairman: n/a

Address:

Director: Paul B. Ingrey

Address: 48 Bobcat Rd.
Hagus, NY 12836

Director: James N. Land, Jr.

Address: Four Woodcrest Dr
Convent Station, NY 07961

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

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President: Chris L. Walker

Address: 15430 Masons Pointe,
Eden Prairie, MN 55347

Vice President: John Anderko

Address: 8 North 570 Taos Pl
Elgin, IL 60123

Secretary: Daniel P. O'Keefe

Address: 3305 Rosedale, Apt. B
University Park, TX 75205

Treasurer: Ian Packer

Address: 3649 Haynie Ave
Dallas, TX 75205

*See attachment for complete listing.

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

13. DPO'K

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

14. Daniel P. O'Keefe, Secretary and Sr. Vice President

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

E.W. Blanch Holdings, Inc.
Director, Officer List

Blanch, Jr.	Edgar	Director	415 Highway 46W		Boerne	TX	78006
Ingrey	Paul	Director	11 Capri Court		Palm Court	FL	32137
Land, Jr.	James N.	Director	4 Woodcrest Drive		Convent Station	NJ	7961
Madden	William B.	Director	4520 Belfort		Dallas	TX	
Rothmeier	Steven G.	Director	4960 Safari Pass		Eagan	MN	55112
Sargent	Joseph	Director	c/o Bradley, Foster & Sargent, 185 Asylum St		Hartford	CT	6103
Walker	Chris	Director	15430 Masons Pointe		Eden Prairie	MN	55347
Wilkinson, Jr.	Frank	Director	2240 West Lake Of The Isle Parkway		Minneapolis	MN	55405
Blanch, Jr.	Edgar	CEO, Chairman of the Board	415 Highway 46W		Boerne	TX	78006
Walker	Chris	President, COO	15430 Masons Pointe		Eden Prairie	MN	55347
Packer	Ian	Treasurer, Executive Vice President, CFO	3649 Haynie Ave		Dallas	TX	75205
Hager	Donna	Asst. Treasurer, Vice President	7950 Bristol Road		Woodbury	MN	55125
Wilkinson, Jr.	Frank	Executive Vice President	2240 West Lake Of The Isle Parkway		Minneapolis	MN	55405
Caulfield	James	Senior Vice President	1901 Kipling Drive		Flower Mound	TX	75028
Egeland	Paul	Senior Vice President	8633 Harrison Circle		Bloomington	MN	55437
Erickson	James	Senior Vice President	608 Heatherglen Drive		South Lake	TX	76092
Hansen	Elizabeth	Senior Vice President	11285 Landing Road		Eden Prairie	MN	55347
Marchand	Timothy	Senior Vice President	2700 Lake Hollow Lane		Flower Mound	TX	75029
O'Keefe	Daniel	Senior Vice President	3305 Rosedale, Apt. B		University Park	TX	75205
Anderko	John	Vice President	8 North 570 Taos Place		Elgin	IL	60123
Billings	Scott	Vice President	1125 Hidden Ridge	#1093	Irving	TX	75038
Broberg	Robert	Vice President	One Braeburn Oaks		San Antonio	TX	78248
Eshelman	Linda	Vice President	11413 Christensen Court		Burnsville	MN	55337
Feldhacker	Allen	Vice President	9920 Little Circle		Bloomington	MN	55437
Hedegaard	Joan	Vice President	13029 Vernon Avenue		Savage	MN	55378
Hollman	Christine	Vice President	4015 Holland Ave. #108		Dallas	TX	55344
Holmes	Terry	Vice President	5612 Sherwood Avenue		Edina	MN	55424
Lee	Edmund	Vice President	9321 Colorado Circle		Bloomington	MN	55438
Lowery	John	Vice President	832 Canyon Crest Drive		Irving	TX	75063
Mahon	Kevin	Vice President	3420 Jewel Lane North		Plymouth	MN	55447
Martin	Caroline	Vice President	7807 Jocelyn Avenue S		Cottage Grove	MN	55016
McCain	Mace	Vice President	6631 Northport Drive		Dallas	TX	75230
Samuel	David	Vice President	8366 Forest Hills Blvd.		Dallas	TX	75218
Anderson	Cory	Asst. VP	6928 Sperry Street		Dallas	TX	75214

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E.W. Blanch Holdings, Inc.
Director, Officer List

Budin	Lori	Asst. VP	7111 Pontiac Circle		Chanhassen	MN	55317
Gullette	Benjamin Bryant	Asst. VP	101 South Brookside	#2610	Dallas	TX	75214
Hamel	Donna	Asst. VP	2509 Club Meadow Dr.		Garland	TX	75041
Huffman	Michaela	Asst. VP	1425 Parkview Drive		Chaska	MN	55318
Mickelberg	Daniel	Asst. VP	4101 West 44th Street		Edina	MN	55424
Nilvi	Sharon	Asst. VP	505 Stonebridge Drive		Rockwall	TX	75087
Olson	Robert	Asst. VP	14449 Everest Avenue S		Apple Valley	MN	55124
Parker	Anita	Asst. VP	1009 Bannack Street		Arlington	TX	76001
Richert	Lola	Asst. VP	1012 Trophy Club Drive		Trophy Club	TX	76262
Sonin	Karen	Asst. VP	801 Hebron Parkway	#1010	Lewisville	TX	75057
Tanner	Susan	Asst. VP	2124 Sunrise Trail		Richardson	TX	75081
Thomforde	Karl	Vice President	11764 Hall Avenue		Northfield	MN	55057
Zinke-Hallam	Kristina	Asst. VP	5534 Stanford		Dallas	TX	75209

State of Delaware

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "E. W. BLANCH HOLDINGS, INC." 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 FOURTEENTH DAY OF JANUARY, A.D. 1999.

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.

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Edward J. Freel, Secretary of State

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AUTHENTICATION: 9520761

DATE: 01-14-99