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ACCOUNT NO. : 072100000032

REFERENCE : 711217 4305122

AUTHORIZATION :

COST LIMIT : \$ 125.00

FILED
02 AUG 20 PM 1:47
TALLAHASSEE FLORIDA
SECRETARY OF STATE

Patricia Pysyk

ORDER DATE : August 19, 2002

ORDER TIME : 9:46 AM

ORDER NO. : 711217-010

CUSTOMER NO: 4305122

300007218343--4

CUSTOMER: Kathleen C. Ricke, Paralegal
Fredrikson & Byron
1100 International Centre
900 Second Avenue South
Minneapolis, MN 55402

FOREIGN FILINGS

NAME: DESPATCH HOLDINGS, LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Ginger Simmons -- EXT# 1139

EXAMINER: _____

RECEIVED
02 AUG 20 AM 10:41
TALLAHASSEE FLORIDA
DIVISION OF CORPORATIONS
SECRETARY OF STATE
BK

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:

1. Despatch Holdings, LLC
(Name of foreign limited liability company)
2. Minnesota
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 41-0218310
(FEI number, if applicable)
4. 10/30/2001
(Date of Organization)
5. perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")
6. upon qualification
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 63 St. Anthony Parkway
Minneapolis, MN 55418
(Street address of principal office)

8. If limited liability company is a manager-managed company, check here ☒

9. The name and usual business addresses of the managing members or managers are as follows:

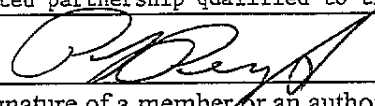
Patrick J. Peyton, CEO, 63 St. Anthony Parkway, Minneapolis, MN 55418

Geraldine A. Ronningen, Secretary, 63 St. Anthony Parkway, Minneapolis, MN 55418

Julie A. Wong, Treasurer, 63 St. Anthony Parkway, Minneapolis, MN 55418

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: acting as general partner
of a Minnesota limited partnership qualified to transact business in Florida.


Signature of a member or an authorized representative of a member.
(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Patrick J. Peyton, CEO

Typed or printed name of signee

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES,
THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING
STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE
STATE OF FLORIDA.

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SECRETARY OF STATE
FLORIDA

1. The name of the Limited Liability Company is:

Despatch Holdings, LLC

2. The name and the Florida street address of the registered agent and office are:

Corporation Service Company

(Name)

1201 Hays Street

Florida street address (P.O. Box **NOT** ACCEPTABLE)

Tallahassee

FL

32301

(City/State/Zip)

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.

By: Margaret Pike, Asst Secretary
(Signature)

\$ 100.00 Filing Fee for Application
\$ 25.00 Designation of Registered Agent
\$ 30.00 Certified Copy (optional)
\$ 5.00 Certificate of Status (optional)

State of Minnesota

SECRETARY OF STATE

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STATE
TALLAHASSEE, FLORIDA

Certificate of Good Standing

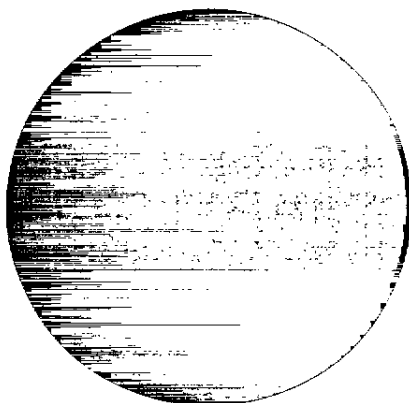
I, Mary Kiffmeyer, Secretary of State of Minnesota, do certify that: The limited liability company listed below is a limited liability company formed or registered to do business under the laws of Minnesota; the limited liability company was formed by the filing of articles of organization or registered to do business by filing an application for a certificate of authority with the Office of the Secretary of State on the date listed below; the limited liability company is governed by Chapter 322B of Minnesota Statutes; and this limited liability company is authorized to do business as a limited liability company at the time this certificate is issued.

Name: Despatch Holdings, LLC

Date Formed or Registered: October 30, 2001

State of Organization: Minnesota

This certificate has been issued on August 16, 2002.



Mary Kiffmeyer
Secretary of State.