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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

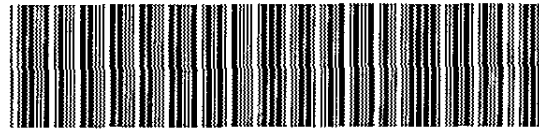
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FABYANSKE, WESTRA & HART
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B.C. HART
M.T. FABYANSKE
MARK W. WESTRA
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DENNIS J. TROOEN
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KYLE E. HART
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STEPHEN A. MELCHER
RICHARD G. JENSEN
THOMAS J. TUCCI
CHARLES G. CARPENTER, III

SUITE 1100
920 SECOND AVENUE SOUTH
MINNEAPOLIS, MINNESOTA 55402
TELEPHONE 612-338-0115
FAX 612-338-3857
WWW.FWHLAW.COM

CHRISTOPHER P. CHILSTROM
JOCELYN L. KNOLL
STEVEN C. COX
JULIE A. DOHERTY
AARON A. DEAN
SCOTT A. JOHNSON
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MICHAEL W. DVORAK
TOWLE H. NEU
PATRICK R. ROHLAND
NATHAN E. RAY
THERESA A. PETERSON
THEODORE V. ROBERTS
MICHAEL A. ROSOW

OF COUNSEL:
GORDON P. HEINSON
JAYNE E. GARDNER
RENEE K. ZIRBES

December 18, 2002

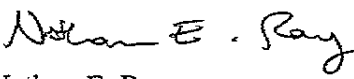
VIA OVERNIGHT MAIL
Florida Department of State
Registration Section
Division of Corporations
409 East Gaines St.
Tallahassee, Florida 32399

Re: Application of Foreign Limited Liability Company
Our File No.: 82008-000

To whom it may concern:

Enclosed for filing with the Department of State please find the following: (1) Application of Foreign Limited Liability Company to Transact Business in Florida; (2) Certificate of Designation of Registered Agent/Registered Office; (3) Original Certificate of Organization for HPL USA, LLC, dated November 5, 2002; and (4) check payable to the Florida Department of State for the applicable filing fees, plus one (1) certificate of status. Please contact the undersigned if you have any questions regarding the enclosed documents or otherwise.

Very truly yours,


Nathan E. Ray

Enclosures

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**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN 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. HPL USA, LLC
(Name of foreign limited liability company)

2. Minnesota 3. 83-0340782
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. November 5, 2002 5. Perpetual
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")

6. Have not yet transacted business
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))

7. 920 Second Avenue South, Suite 1100
Minneapolis, MN 55402
(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:
Nick Ayotte
14999 Rivers Edge Court # 103
Ft. Myers, FL 33908

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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: Design/consulting services

Nathan E. Ray
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.)
Nathan E. Ray, Attorney
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.

1. The name of the Limited Liability Company is:

HPL USA, LLC

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

Nick Ayotte

(Name)

14999 Rivers Edge Court #103

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

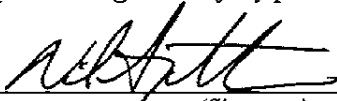
Fort Myers

FL 33908

(City/State/Zip)

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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.



(Signature)

25 NOV 02

| | |
|-----------|----------------------------------|
| \$ 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

Certificate of Organization

I, Mary Kiffmeyer, Secretary of State of Minnesota, do certify that: Articles of Organization, duly signed, have been filed on this date in the Office of the Secretary of State, for the organization of the following limited liability company, under and in accordance with the provisions of the chapter of Minnesota Statutes listed below.

This limited liability company is now legally organized under the laws of Minnesota.

Name: HPL USA, LLC

Charter Number: 35381-LLC

Chapter Formed Under: 322B

This certificate has been issued on 11/05/2002.

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Mary Kiffmeyer
Secretary of State.