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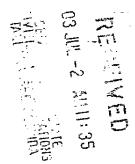
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#### **CT** CORPORATION

July 2, 2003

Secretary of State, Florida 409 East Gaines Street Tallahassee FL 32399



Re:

Order #: 5839261 WO

Customer Reference 1: 048424-600001

Customer Reference 2: CPP

Dear Secretary of State, Florida:

Please file the attached:

CPP US Operations Group, LLC (DE) Registration Florida

Enclosed please find a check for the requisite fees. Please return evidence of filing(s) to my attention.

If for any reason the enclosed cannot be filed upon receipt, please contact me immediately at (850) 222-1092. Thank you very much for your help.

Sincerely,

Ashley A Mitchell Fulfillment Specialist Ashley Mitchell@cch-lis.com

660 East Jefferson Street Tallahassee, FL 32301 Tel. 850 222 1092 Fax 850 222 7615

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

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

	(Name of fore	eign lin	nited liability company)	5,000
Dalaman			25 222 2125	V
Delaware	er the law of which foreign limited liabil	3. litv	35-220-8197 (FEI number, if applicable)	
	company is organized)	.11.3	(121 mamber, 11 appricable)	
06/16/2003		5	Perpetual	
(Da	ate of Organization)	٠,	(Duration: Year limited liability companexist or "perpetual")	y will cease to
07/01/2003				
(E	Date first transacted business in Florida.	(See s	ections 608.501, 608.502, and 817.155, F.S	)
10000 Wayrata	Blvd., Minnetonka, MN 55305			
10300 Wayzata	Bivd., Miniciona, Mix 33303			· · ·
	(Street add	dress o	f principal office)	
If limited liab	ility company is a manager-mana	nged s	omnany check here	
II illinica nabi	mry company is a manager-mana	igeu e	ompany, check here [w]	
The name and	usual business addresses of the	mana	ging members or managers are as fol	lows:
SEE ATTACH	MICHT			
SEE ATTACES	IVICIN I			
	•		ays old, duly authenticated by the official havi	-
the jurisdiction u	under the law of which it is organized. (A	photo	copy is not acceptable. If the certificate is in a	-
the jurisdiction u	•	photo	copy is not acceptable. If the certificate is in a	-
the jurisdiction un translation of the	nder the law of which it is organized. (A certificate under oath of the translator ma	photox ust be s	copy is not acceptable. If the certificate is in a ubmitted.)	-
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the jurisdiction un translation of the	ander the law of which it is organized. (A certificate under oath of the translator musiness or purposes to be conducted	photox ust be s	copy is not acceptable. If the certificate is in a ubmitted.)	~ .
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the jurisdiction us translation of the 1. Nature of bus	ender the law of which it is organized. (A certificate under oath of the translator massiness or purposes to be conducted.)	photocust be s	copy is not acceptable. If the certificate is in a ubmitted.)  promoted in Florida:	-
the jurisdiction us translation of the 1. Nature of bus	siness or purposes to be conducted. Signature of a member or a	photox ust be s ed or p	copy is not acceptable. If the certificate is in a ubmitted.)  promoted in Florida:  norized representative of a member.	~ .
the jurisdiction us translation of the 1. Nature of bus	siness or purposes to be conducted.  Signature of a member or a (In accordance with section 608.408)	photox ust be s ed or p in auth	copy is not acceptable. If the certificate is in a ubmitted.)  promoted in Florida:	-

Typed or printed name of signee

Attachment to Florida

#### Nature of the LLC's Business

The company whall engage in any lawful activity for which companies may be organized to do business, including, without limitation, the business of designing, marketing, selling and providing enhancement or value added membership and warranty services.

#### MANAGERS OF CPP US OPERATIONS, LLC

#### **CONTACT INFORMATION**

Name	HOME ADDRESS	Business Address	RESIDENT STATUS	E 0
William Robert Anderson	860 Navajo Road West Medina, MN 55340	10900 Wayzata Blvd. Minnesota, MN 55305	USA	
Jean Pampreen Vernor	4700 Creekwood Trl Maple Plain, MN 55359	10900 Wayzata Blvd. Minnesota, MN 55305	USA	<b>.</b>
Andrew C. Fisher	Bargates House Church Lane United Kingdom R6425NS Binfield	10900 Wayzata Blvd. Minnesota, MN 55305	United Kingdom	

## CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

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

1. '	The	name	of the	Limited	Liability	Company	is:
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CPP US Operations Group, LLC

2.	The name and the	Florida street	address	of the	registered	agent and	office	ar
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C T Corporation Sy	stem	
	(Name)	
c/o C T Corporation	System, 1200 South Pine Island Road	
Flori	da street address (P.O. Box NOT ACCEPTABLE)	***************************************
Plantation	FL 33324	
	(City/State/7in)	

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.

CT Comporation System

(Signature)

**Beveriee Stuewe** 

**Assistant Secretary** 

\$ 100.00 Filing Fee for Application

\$ 25.00 Designation of Registered Agent

\$ 30.00 Certified Copy (optional)

\$ 5.00 Certificate of Status (optional)

# Delaware

PAGE 1

#### The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CPP US OPERATIONS GROUP, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-FOURTH DAY OF JUNE, A.D. 2003.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.



Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2492067

DATE: 06-24-03

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