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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP     WAIT     MAIL

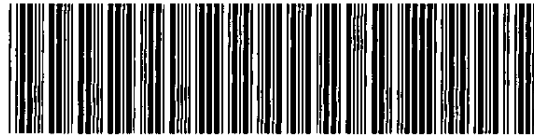
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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06/29/09--01030--001 \*\*125.00

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SECRETARY OF STATE  
FALL RIVER, MASSACHUSETTS  
**FILED**

S. HAWKES

JUL 1 - 2009

EXAMINER

**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** Marsden Holding, L.L.C.  
Name of Limited Liability Company

The enclosed "Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida," Certificate of Existence, and check are submitted to register the above referenced foreign limited liability company to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Lori Keys  
Name of Person

Marsden Holding, L.L.C.  
Firm/Company

380 St. Peter Street, Suite 760  
Address

St. Paul MN 55102  
City/State and Zip Code

lkeys@marsden.com  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Lori Keys at ( 651 ) 523-6608  
Name of Person Area Code & Daytime Telephone Number

**MAILING ADDRESS:**  
Division of Corporations  
Registration Section  
P.O. Box 6327  
Tallahassee, FL 32314

**STREET ADDRESS:**  
Division of Corporations  
Registration Section  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

Enclosed is a check for the following amount:

- \$125.00 Filing Fee     \$130.00 Filing Fee & Certificate of Status     \$155.00 Filing Fee & Certified Copy     \$160.00 Filing Fee, Certificate of Status & Certified Copy

**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:

1. Marsden Holding, L.L.C.  
(Name of Foreign Limited Liability Company; must include "Limited Liability Company," "L.L.C.," or "LLC.")

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the written consent of the managers or managing members adopting the alternate name. The alternate name must include "Limited Liability Company," "L.L.C.," "LLC.")

2. Delaware 3. 45-0482478  
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. 7/10/02 5. Perpetual  
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")

6. 7/1/09  
(Date first transacted business in Florida, if prior to registration.)  
(See sections 608.501 & 608.502 F.S. to determine penalty liability)

7. 380 St. Peter Street, Suite 760  
St. Paul MN 55102  
(Street Address of Principal Office)


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

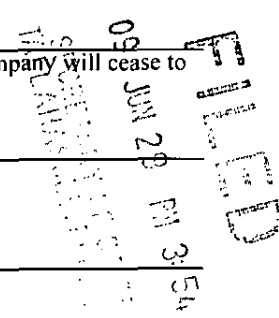
9. The name and usual business addresses of the managing members or managers are as follows:

See Attached:

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: Janitorial Services

  
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.)  
Daniel G. McCarthy  
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:

Marsden Holding, L.L.C.

If unavailable, the alternate to be used in the state of Florida is:

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

C T Corporation System

(Name)

1200 South Pine Island Road

Florida Street Address (P.O. Box **NOT** ACCEPTABLE)

Plantation

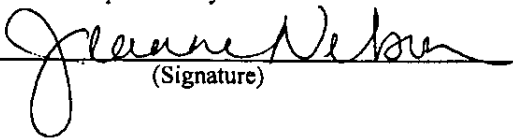
FL 33324

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, Florida Statutes.*

C T Corporation System

By:

  
(Signature)

**Jeanne Nelson**  
**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)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

# Delaware

PAGE 1

*The First State*

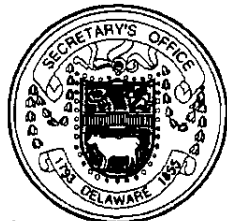
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MARSDEN HOLDING, L.L.C." IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FIFTEENTH DAY OF JUNE, A.D. 2009.

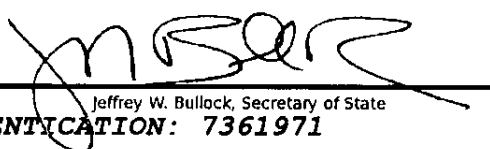
AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.

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SECRETARY'S OFFICE  
TALFORD, DELAWARE

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Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 7361971

DATE: 06-15-09

**Marsden Holding, L.L.C.**  
**Attachment to Annual Report**

**Name and business address of each member:**

<u>Name</u>	<u>Address</u>
Marsden Investment, L.L.C. (EIN 35-2176202) 100% Ownership	10350 Bren Road West Minnetonka, MN 55343

**Name and business address of each manager:**

<u>Name</u>	<u>Address</u>
Guy Mingo President and CEO	380 St Peter Street, Suite 760 St Paul, MN 55102
Daniel McCarthy Treasurer and CFO	380 St Peter Street, Suite 760 St Paul, MN 55102
Sita Morantz Secretary and CAO	380 St Peter Street, Suite 760 St Paul, MN 55102
Craig Flom Vice President	10350 Bren Road West Minnetonka, MN 55343
Jeffrey Packee Vice President and COO (East)	124 North 121st Street Milwaukee, WI 53226
Chris Norgren Vice President and COO (Central)	1717 University Avenue West St Paul, MN 55104
Tom Kruse Vice President and COO (West)	5730 S. 32nd St. Phoenix, AZ. 85040
Steven Klein Vice President and COO (Security)	1717 University Avenue West St Paul, MN 55104

SECRET  
TALMADGE & ASSOCIATES

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