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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

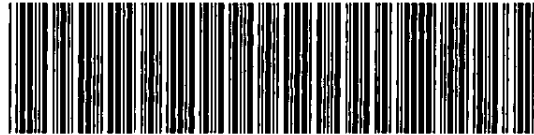
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TALLAHASSEE, FLORIDA

D. BRUCE

MAY 12 2010

EXAMINER



FLORIDA DEPARTMENT OF STATE
Division of Corporations

May 11, 2010

MACFARLANE FERGUSON & MCMULLEN
ONE TAMPA CITY CENTER, SUITE 2000
TAMPA, FL 33602

SUBJECT: MERIDIAN LAND HOLDINGS OF MINNESOTA, LLC
Ref. Number: W10000022873

We have received your document for MERIDIAN LAND HOLDINGS OF MINNESOTA, LLC and your check(s) totaling \$125.00. However, the document has not been filed and is being retained in this office for the following:

A certificate of existence or a certificate of good standing, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6984.

Deborah Bruce
Regulatory Specialist II

Letter Number: 110A00011818

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TALLAHASSEE
FLORIDA

MACFARLANE FERGUSON & McMULLEN

ATTORNEYS AND COUNSELORS AT LAW

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625 COURT STREET
P.O. BOX 1669 (ZIP 33757)
CLEARWATER, FLORIDA 33756
(727) 441-8966 FAX (727) 442-8470

IN REPLY REFER TO:

Clearwater

May 5, 2010

Registration Section
Department of State
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

VIA FED EX

Re: Application for Foreign Limited Liability Company

Dear Sir or Madam:

Enclosed herewith please find the above-referenced application, together with our firm check in the amount of \$125.00 representing the required filing fee.

Please process as appropriate with the Division. If you have any questions, please do not hesitate to contact my office; absent any questions.

Sincerely yours,

Harry S. Cline

HSC:koh
Enclosures

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10 MAY 11 PM 1:04
CLERK OF STATE
TALLAHASSEE, FLORIDA

**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. Meridian Land Holdings, LLC
(Name of Foreign Limited Liability Company; must include "Limited Liability Company," "L.L.C.," or "LLC.")

Meridian Land Holdings of Minnesota, 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. _____
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. 04/25/2008 5. Perpetual
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")

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

7. 60 South Sixth Street, Suite 3900
Minneapolis, Minnesota 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:

Ron E. Allar, 60 South Sixth Street, Suite 3900, Minneapolis, MN 55402

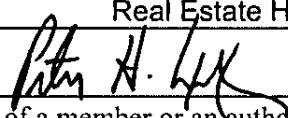
Albert J. Colianni, Jr., 60 South Sixth Street, Suite 3900, Minneapolis, MN 55402

Raymond W. Zehr, Jr., 60 South Sixth Street, Suite 3900, Minneapolis, MN 55402

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: _____

Real Estate Holdings


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.)

PETER H. LUXHOJ

Typed or printed name of signee

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10 MAY 11 PM 1:04
CLERK OF STATE
TALLAHASSEE, FLORIDA

**WRITTEN CONSENT TO ADOPT ALTERNATE NAME FOR USE IN THE
STATE OF FLORIDA**

We, the undersigned, do hereby certify that we are the Managers and/or Managing
Members of Meridian Land Holdings, LLC,
(Name of Limited Liability Company)

a limited liability company duly organized and existing under the laws of
Delaware,
(State or Country of Organization)

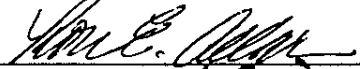


Because the name of this foreign limited liability company does not satisfy the
requirements of the s. 608.406, F.S., the limited liability company hereby adopts the
following name to transact business in the state of Florida:

Meridian Land Holdings of Minnesota, LLC

(Name to be used by limited liability company in Florida. NOTE: Name must end with Limited Liability
Company, L.L.C., or LLC.)

Date: April, 2010

Signature(s) of Manager(s) and/or Managing Member(s):

Ron E. Allar

Albert J. Colianni, Jr.

Raymond W. Zehr, Jr.

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10 MAY 11 PM 1:04
CLERK OF STATE
TALLAHASSEE, FLORIDA

**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:

MERIDIAN LAND HOLDINGS, LLC

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

MERIDIAN LAND HOLDINGS OF MINNESOTA, LLC

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

HARRY S. CLINE, ESQ.

(Name)

625 Court Street, Suite 200

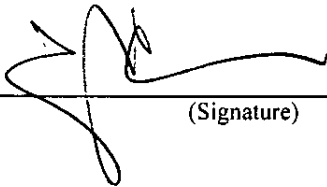
Florida Street Address (P.O. Box **NOT** ACCEPTABLE)

Clearwater, FL 33756

City/State/Zip

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CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

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.



(Signature)

\$ 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, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MERIDIAN LAND HOLDINGS, 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 TWELFTH DAY OF MAY, A.D. 2010.

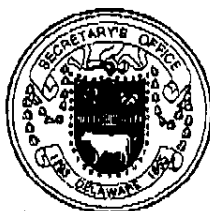
AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "MERIDIAN LAND HOLDINGS, LLC" WAS FORMED ON THE TWENTY-FIFTH DAY OF APRIL, A.D. 2008.

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

4539102 8300

100495153

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7987416

DATE: 05-12-10