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\*\*\*\*285.00 \*\*\*\*285.00

CORPORATION(S) NAME

Alamo Financing L.L.C.

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TALLAHASSEE, FLORIDA

- Profit
- NonProfit
- Limited Liability Company
- Foreign
- Amendment
- Merger
- Dissolution/Withdrawal
- Mark
- Limited Partnership
- Annual Report
- Other
- Reinstatement
- Reservation
- Change of R.A.
- Limited Liability Partnership
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
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file 1st

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

*IN COMPLIANCE WITH SECTION 608.505, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:*

1. Alamo Financing L.L.C.  
(Name of foreign limited liability company must end with the words "limited liability company" or "limited company" or their abbreviations "L.L.C." or "L.C." if not so contained in the name at present.)
2. Delaware 3. 41-1930028  
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
4. February 3, 1999 5. Perpetual  
(Date of Organization) (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. 110 S.E. 6th Street, Republic Tower, Ft. Lauderdale, FL 33301  
(Street address of principal office)

8. List name, title, and business address of each managing member [MGRM] or manager [MGR] who will manage the foreign limited liability company in Florida: (attach additional page if necessary)

NAME & ADDRESS:	TITLE:	NAME & ADDRESS:	TITLE:
<u>Jeffrey J. Parell</u> <u>7700 France Ave. S.</u> <u>Minneapolis, MN 55435</u>	<u>MGR</u>	<u>Joseph L. Martin</u> <u>7700 France Ave. S.</u> <u>Minneapolis, MN 55435</u>	<u>MGR</u>
<u>Peter H. Sorensen</u> <u>7700 France Ave. S.</u> <u>Minneapolis, MN 55435</u>	<u>MGR</u>	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

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TALLAHASSEE, FLORIDA

9. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the Secretary of State or the proper official having custody of records in the state 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.)

**Alamo Financing L.L.C.  
Officers and Directors**

President	Jeffry J. Parell
Vice President & Treasurer	Joseph L. Martin
Secretary	John M. Benzian
Vice Pres. & Asst. Treas.	Michael J. Becker
Vice Pres. & Asst. Treas.	Frank B. Bilotta
Vice Pres. & Asst. Treas.	Peter H. Sorensen
Vice Pres. & Asst. Treas.	Dwight Jenkins
Vice Pres. & Asst. Treas.	Richard L. Taiano

**Directors**

Jeffry J. Parell  
Joseph L. Martin  
Dwight Jenkins

**Business Address for All of the Above**

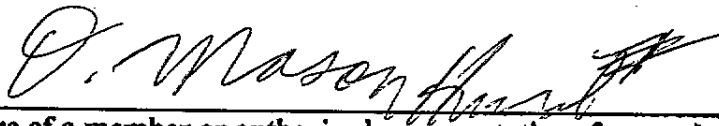
7700 France Avenue  
Minneapolis, MN 55435

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TALLAHASSEE, FLORIDA

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN LIMITED LIABILITY COMPANY**

The undersigned member or authorized representative of a member of Alamo  
Financing L.L.C. certifies:

- 1) the above named limited liability company has at least one member;
- 2) the total amount of cash contributed by the member(s) is \$ 1,000.00 ;
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ -0- ;  
(A description of the property is attached and made a part hereto.)  
and
- 4) the total amount of cash and property contributed and anticipated to be contributed by member(s) is \$ 1,000.00 .  
(This total includes amounts from 2 and 3 above.)



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

Typed or printed name of signee O. Mason Hurst

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

**Filing Fee: \$250.00 for Application and Affidavit**

**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 IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: Alamo Financing LLC

2. The name and address of the registered agent and office is:

C T Corporation System  
(Name)  
c/o C T Corporation System, 1200 South Pine Island Road  
(P.O. Box not acceptable)  
Plantation, Florida 33324  
(City/State/Zip)

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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.*

Michele R. Justesen  
(Signature)

2/10/99  
(Date)

Michele R. Justesen, Asst. Secy.

FILING FEE: \$ 35 for Designation of Registered Agent

Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ALAMO FINANCING 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 TENTH DAY OF FEBRUARY, A.D. 1999.

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



*Edward J. Freel*

Edward J. Freel, Secretary of State

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AUTHENTICATION: 9569905

DATE: 02-10-99