

P 99000078418

AUGUST 27, 1999

SECRETARY OF STATE
DIVISION OF CORPORATIONS
P. O. BOX 6327
TALLAHASSEE, FL 32314

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-08/30/99--01088--006
*****79.00 *****79.00

RE: AMPACIS II, INC.

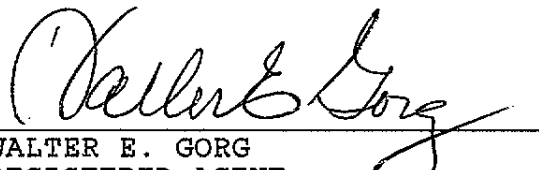
MADAM:

ENCLOSED IS THE ORIGINAL AND ONE COPY OF THE ARTICLES
OF INCORPORATION, TOGETHER WITH A CHECK FOR 79.00
FOR FILING FEE.

PLEASE RETURN THE COPY TO THE ADDRESS BELOW.

THANK YOU FOR YOUR CONSIDERATION,

YOURS VERY TRULY


WALTER E. GORG
REGISTERED AGENT
FOR: AMPACIS II, INC.

13110 115TH ST. N.
LARGO, FL 33778-1805

FILED
99 AUG 30 AM 9:17
SECRETARY OF STATE
TALLAHASSEE FLORIDA

at per
for am

CB
9-2-99
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**ARTICLES OF INCORPORATION
of**

AMPACIS II, Inc.

The undersigned subscribers to these articles of incorporation, competent to contract, hereby form a corporation under the laws of the State of FLORIDA.

**Article One
CORPORATE NAME**

The name of the corporation is:

AMPACIS II, Inc.

**Article Two
DURATION**

This corporation shall exist perpetually unless dissolved under Federal or State law.

**Article Three
PURPOSE**

The corporation is organized for the purpose of engaging in any lawful activity or business permitted under the laws of the United States of America, and the State of FLORIDA.

**Article Four
CAPITAL STOCK**

The aggregate number of shares which the corporation shall have the authority to issue is one thousand (1,000). The par value of the shares shall be one cent (\$.01) each.

**Article Five
COMMENCEMENT OF BUSINESS**

The corporation will commence business when it has received for the issuance of shares, the consideration of the value of one thousand dollar (\$1,000.00) consisting of equipment, property, or moneys.

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TALLAHASSEE FLORIDA

Article Six
BOARD OF DIRECTORS

The corporation shall initially have THREE (3) directors, and these may be increased or diminished from time to time, as allowed by the by-laws, but never less than one (1).

The names and addresses of the initial directors are:

ADRIAN E. BARNARD	MINNEAPOLIS, MINNESOTA
WALTER E. GORG	LARGO, FLORIDA
THERESE E. NOOYEN	MINNEAPOLIS, MINNESOTA

Article 7
ADDRESS OF PRINCIPAL OFFICE

The address of the principle office of the corporation shall be:

8100 PENN AVENUE SOUTH
P. O. BOX 201460
BLOOMINGTON, MINNESOTA 55420

Article 8
AMENDMENT OF BY-LAWS

The Board of Directors is empowered to make, alter, or repeal any or all of the by-laws established for the corporation, without restriction of their powers conferred by statute.

Article 9
REGISTERED ADDRESS OF CORPORATION

The address of the registered office of the corporation is:

13110 NORTH 115th STREET
LARGO, FLORIDA 33778-1805

Article 10
INCORPORATORS

The name(s) and address(es) of the incorporator(s):

ADRIAN E. BARNARD	2826 WEST 60th STREET
	MINNEAPOLIS, MN 55410

Article 11
SIGNATURE(S) OF INCORPORATOR(S)

Signed this 24TH Day of AUGUST, 1999


Incorporator

CERTIFICATE OF DESIGNATION
REGISTERED AGENT / REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office / registered agent, in the State of Florida.

1. The name of the corporation is **AMPACIS II, Inc.**
2. The name of the registered agent and office is:

WALTER E. GORG
13110 - 115th STREET NORTH
LARGO, FL 33778-1805

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION 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 OBLIGATION OF MY POSITION AS REGISTERED AGENT.

Signature: _____

Date: _____

Walter E. Gorg
8/26/99

REGISTERED AGENT OF THE CORPORATION

The registered agent for the corporation is:

WALTER E. GORG

I, WALTER E. GORG, accept the office of registered agent for:

AMPACIS II, INC

and agree to maintain said office as required:

Registered Agent

Walter E. Gorg

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