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(Requestor's Name)

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(City/State/Zip/Phone #)

PICK-UP     WAIT     MAIL

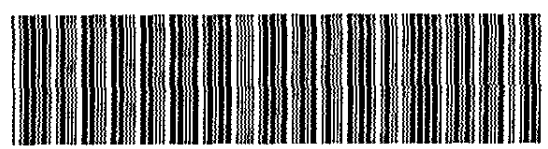
\_\_\_\_\_  
(Business Entity Name)

\_\_\_\_\_  
(Document Number)

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

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2002 DEC 16 AM 9:13  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

J. BRYAN DEC 17 2002

**TRANSMITTAL LETTER**

FILED  
2002 DEC 16 AM 9:14  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** M & J Investments of Minnesota, Inc.  
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Robert C. Pearson  
(Name of Person)

Johnson, Killen & Seiler, P.A.  
(Firm/Company)

230 West Superior Street, Suite 800  
(Address)

Duluth, MN 55802  
(City/State and Zip code)

For further information concerning this matter, please call:

Robert C. Pearson at ( 218 ) 722-6331  
(Name of Person) (Area Code & Daytime Telephone Number)

**STREET ADDRESS:**  
Registration Section  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32399

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

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

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1. M & J Investments of Minnesota, Inc.

(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Minnesota

(State or country under the law of which it is incorporated)

3. 39-1713238

(FEI number, if applicable)

4. 12/5/91

(Date of incorporation)

5. perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. upon qualification

(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.") (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 4978 Miller Trunk Highway, Duluth, MN 55811

(Principal office address)

4978 Miller Trunk Highway, Duluth, MN 55811

(Current mailing address)

8. general business purposes

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: Richard L. Hayman

Office Address: 19415 Silver Oak Drive

Fort Myers

(City)

Florida 33912

(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Richard L. Hayman (Registered agent's signature)

Richard L. Hayman (Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: David Allen Goldberg

Address: 4978 Miller Trunk Highway  
Duluth, MN 55811

Vice Chairman: Cheryl Batinich Goldberg

Address: 4978 Miller Trunk Highway  
Duluth, MN 55811

Director: David Dean Goldberg -- Darrell Gene Goldberg -- Scott L. Ogren

Address: 4711 Baycliffe Drive 4978 Miller Trunk Hwy P.O. Box 157  
Excelsior, MN 55331 Duluth, MN 55811 Iron River, WI 54847

Director: Mark Joseph Ogren Lori Lynn Ogren Greg Alan Ogren

Address: 6076 Scenic Road 3400 Ave of the Arts #G214 Rt. 1, Box 15  
Minnetonka MN 55345 Costa Mesa, CA 92626 Iron River, WI 54847

B. OFFICERS

President: Willard L. Ogren

Address: 64610 McCarry Lake Rd  
Iron River, WI 54847

Vice President: Cheryl Batinich Goldberg

Address: 4978 Miller Trunk Highway  
Duluth, MN 55811

Secretary: David Allen Goldberg

Address: 4978 Miller Trunk Hwy, Duluth, MN 55811

Treasurer: David Allen Goldberg

Address: 4978 Miller Trunk Hwy, Duluth, MN 55811

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Cheryl Batinich Goldberg  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Cheryl Batinich Goldberg, Vice Chairman  
(Typed or printed name and capacity of person signing application)

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TALLAHASSEE, FLORIDA

State of Minnesota

**SECRETARY OF STATE**

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2002 DEC 16 AM 9:14  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

Certificate of Good Standing

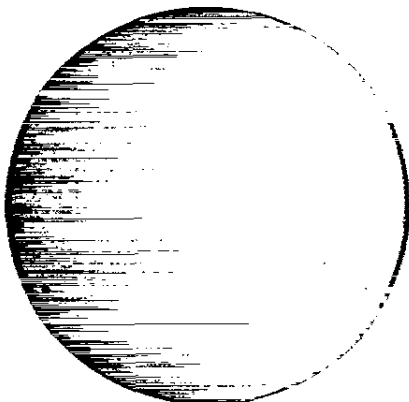
I, Mary Kiffmeyer, Secretary of State of Minnesota, do certify that: The corporation listed below is a corporation formed under the laws of Minnesota; that the corporation was formed by the filing of Articles of Incorporation with the Office of the Secretary of State on the date listed below; that the corporation is governed by the chapter of Minnesota Statutes listed below; and that this corporation is authorized to do business as a corporation at the time this certificate is issued.

Name: M & J Investments of Minnesota, Inc.

Date Formed: 12/05/1991

Chapter Governed By: 302A

This certificate has been issued on 11/20/02.



*Mary Kiffmeyer*  
Secretary of State.