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(City/State/Zip/Phone #)

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(Business Entity Name)

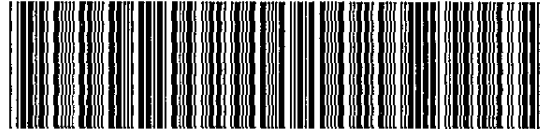
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WALK-IN

ENTITY NAME:

1. MAGNOLIA HI-FI, INC.

CK# 18867

AMOUNT \$70.00

PLEASE FILE THE ATTACHED FOREIGN QUALIFICATION & RETURN THE FOLLOWING:

- CERTIFIED COPY
- STAMPED COPY
- CERTIFICATE OF STATUS

Examiner's Initials

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

FILED
APR 28 PM 4:39
SECRETARY OF STATE
TALLAHASSEE, 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.

1. Magnolia Hi-Fi, Inc.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Washington

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

3. 91-0857815

(FEI number, if applicable)

4. July 17, 1970

(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. 6305 South 231st Street, Kent, WA 98032

(Principal office address)

6305 South 231st Street, Kent, WA 98032

(Current mailing address)

8. Retail sales

(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: NRAI Services, Inc.

Office Address: 2731 Executive Park Drive, Suite 4

Weston, Florida 33331

(City)

(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.

NRAI Services, Inc.

By: 

(Registered agent's signature)

Jackie Sorman, Assistant Secretary

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: See attached addendum

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See attached addendum

Address: _____

Vice President: _____

Address: _____

Secretary: _____

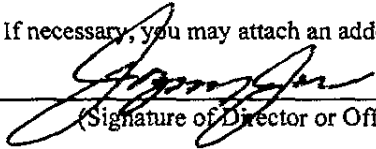
Address: _____

Treasurer: _____

Address: _____

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

13. _____



(Signature of Director or Officer listed in number 12 of the application)

14. Joseph M. Joyce, Senior VP and Secretary

(Typed or printed name and capacity of person signing application)

Addendum

Magnolia Hi-Fi, Inc.

Officers

<u>Name</u>	<u>Business Address</u>
James L. Tweten, President	6305 South 231 st Street, Kent, WA 98032
Thomas J. Conrad, Senior VP & COO	6305 South 231 st Street, Kent, WA 98032
Kurt W. Frost, Vice President & CFO	6305 South 231 st Street, Kent, WA 98032
Joseph M. Joyce, Senior VP & Sec.	7601 Penn Ave S, Richfield, MN 55423
Allan L. Conrad, VP-Merchandising	6305 South 231 st Street, Kent, WA 98032
Stephen M. John, VP-Sales	6305 South 231 st Street, Kent, WA 98032
Ryan D. Robinson, VP-Finance & Treasurer	7601 Penn Ave S, Richfield, MN 55423
G. Michael Tilton, VP-Tax	7601 Penn Ave S, Richfield, MN 55423

Directors

<u>Name</u>	<u>Business Address</u>
Bradbury H. Anderson	7601 Penn Ave S, Richfield, MN 55423
Allen U. Lenzmeier	7601 Penn Ave S, Richfield, MN 55423
Darren R. Jackson	7601 Penn Ave S, Richfield, MN 55423
James L. Tweten	7601 Penn Ave S, Richfield, MN 55423

UNITED STATES OF AMERICA

The State of  Washington

Secretary of State

I, SAM REED, Secretary of State of the State of Washington and custodian of its seal, hereby issue this

CERTIFICATE OF EXISTENCE/AUTHORIZATION
OF
MAGNOLIA HI-FI, INC.

I FURTHER CERTIFY that the records on file in this office show that the above named Profit Corporation was formed under the laws of the State of WA and was issued a Certificate Of Incorporation in Washington on 7/17/1970.

I FURTHER CERTIFY that as of the date of this certificate, MAGNOLIA HI-FI, INC. remains active and has complied with the filing requirements of this office.

Date: April 25, 2005

UBI: 600-023-773



Given under my hand and the Seal of the State of Washington at Olympia, the State Capital

Sam Reed, Secretary of State