

# State of Idaho

## Department of State

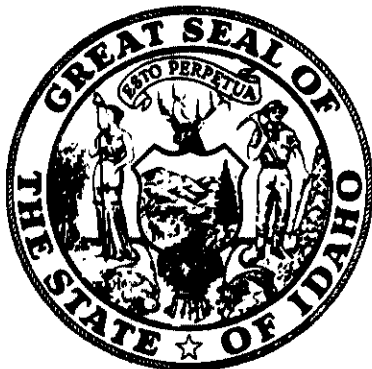
### CERTIFICATE OF AUTHORITY OF

**OFFERMAN & COMPANY INCORPORATED**

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of **OFFERMAN & COMPANY INCORPORATED** for a Certificate of Authority to transact business in this State, duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to **OFFERMAN & COMPANY INCORPORATED** to transact business in this State under the name **OFFERMAN & COMPANY INCORPORATED** and attach hereto a duplicate original of the Application for such Certificate.

Dated **August 19, 1991**



*Pete T. Cenarrusa*

SECRETARY OF STATE

*Elizabeth M. Givala*  
Corporation Clerk

# APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

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To the Secretary of State of Idaho

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

1. The name of the corporation is Offerman & Company Incorporated
2. The name which it shall use in Idaho is Offerman & Company Incorporated

(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by a Board of Directors resolution adopting assumed name in Idaho.)

3. It is incorporated under the laws of Minnesota
4. The date of its incorporation is July 31, 1991 and the period of its duration is perpetual
5. The address of its principal office in the state or country under the laws of which it is incorporated is 621 Lilac Drive N., Minneapolis, MN 55422-4674
6. The address to which correspondence should be addressed, if different from that in item 5. same
7. The street address of its proposed registered office in Idaho is 300 North 6th Street  
Boise, Idaho 83701, and the name of its proposed registered agent in Idaho at that address is C T Corporation System
8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:  
Securities broker-dealer
9. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>Scott J. Offerman</u>	<u>Pres. &amp; Dir.</u>	<u>621 Lilac Dr. N., Mpls, MN 55422-4674</u>
<u>Carin J. Offerman</u>	<u>Vice Pres. &amp; Dir.</u>	<u>" " " " " " "</u>
<u>Patricia S. Bartholomew</u>	<u>Sec. &amp; Dir.</u>	<u>" " " " " " "</u>
<u>Jeffrey A. Schuh</u>	<u>Treas. &amp; Dir.</u>	<u>" " " " " " "</u>
_____	_____	_____
_____	_____	_____

(continued on reverse)

Name

Office

Address

Name	Office	Address

- 10. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.
- 11. This Application is accompanied by a certificate of Corporate Status or Existence, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: August 15, 1991

Offerman & Company Incorporated  
(Corporation Name)

By [Signature]  
Its President [Signature] (please specify)

and [Signature]  
Its Secretary [Signature] (please specify)

STATE OF Minnesota )  
COUNTY OF Hennepin )

I, Catherine Bartle, a notary public, do hereby certify that on this 15th day of August, 19 91, personally appeared before me Patricia Bartholomew, who being by me first duly sworn, declared that (s)he is the Secretary of Offerman & Company Incorporated

that (s)he signed the foregoing document as Secretary of the corporation and that the statements therein contained are true.



Catherine A Bartle  
Notary Public

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State of Minnesota

**SECRETARY OF STATE**

Certificate of Good Standing

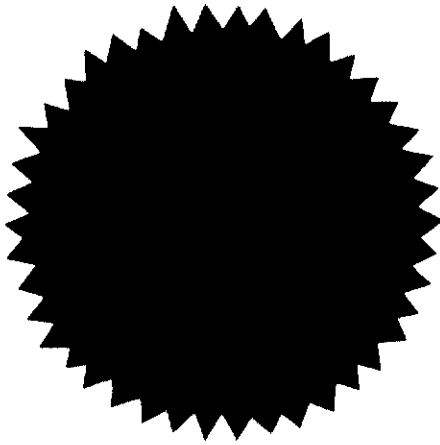
I, Joan Anderson Grove, Secretary of State of Minnesota, do certify that: The corporation listed below is a corporation formed under the laws of Minnesota; that the corporation was formed by the filing of Articles of Incorporation with the Office of the Secretary of State on the date listed below; that 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: Offerman & Company Incorporated

Date Formed: 07/31/1991

Chapter Governed By: 302A

This certificate has been issued on 08/02/91.



*Joan Anderson Grove*  
Secretary of State.