



Steve Simon

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# MINNESOTA SECRETARY OF STATE

## MINNESOTA BUSINESS SNAPSHOT ELECTRONIC MEDIA LICENSE AGREEMENT

This license agreement which includes Addendum A attached hereto and incorporated by reference, is entered into this day of \_\_\_\_\_, 20\_\_ by and between the State of Minnesota, Office of the Secretary of State (OSS) and

\_\_\_\_\_ and its affiliates and subsidiaries (Licensee).

OSS has authority to enter into this agreement according to Minnesota Statutes section 13.03, subdivision 3, (2000)

### A. LICENSE

1. OSS GRANTS TO THE Licensee a non-exclusive, non-transferable license to use, in the normal course of its business to its customers, subject to paragraph C1, in electronic media readable form, certain public records (hereafter referred to as "Records") maintained by OSS and fully described in Addendum A (or any portion hereof).

### B. SPECIFICATIONS

1. OSS will provide to Licensee, on electronic media, all public information maintained in its computer system(s) concerning the Records described fully in Addendum A. OSS will provide file information for only those Records which are current and have been entered into its computer system(s) at the time the media is produced.
2. This agreement does not provide for any updates of the public records described in Addendum A. This agreement does cover the re-issuance of the public records in Addendum A.
3. No application program or computer software of any type is included as part of this agreement.

4. OSS agrees to provide Licensee with the information reasonably required to allow Licensee to understand and “read” the data. OSS will provide Record Descriptions and Field Description Documentation when the media is delivered.
5. Absent any hardware or software problem that makes accessing the data unavailable or corrupt, OSS will deliver the media to Licensee within ten (10) days of the clearance of the license fee by all necessary financial institutions. The fees for both initial requests and re-issuance requests are \$100.00.

#### **C. OWNERSHIP AND USE OF RECORDS**

1. Notwithstanding the Minnesota Government Data Practices Act, Minnesota Statutes chapter 13, Licensee shall be allowed to use the Records only in the normal course of its business. Licensee may not resell in bulk or repackage in bulk any substantial part of the Records. Licensee shall not sub-license the Records without the express written consent of OSS. This agreement shall not be assigned by either party without the express written consent of the other party.
2. Licensee agrees that the Records remain the sole property of OSS, which retains all ownership rights except as provided in this agreement. The agreement provides only that Licensee has a license to use the Records in the normal course of its business, subject to paragraph C1.

#### **D. DISCLAIMER OF WARRANTY**

1. OSS makes no representation that data provided in response to a customer order are appropriate or available for use in other locations, and access to them in territories where their content are illegal is prohibited. Those who choose to access this data do so of their own initiative and are solely responsible for compliance with applicable local laws. Any claims relating to, and the use of, this data are governed by the laws of the State of Minnesota.
2. Under no circumstance shall OSS be held liable for any direct, indirect, special, incidental or consequential damages, including, but not limited to, loss of data or profit, arising out of the use, or the inability to use, this data, even if this office has been advised of the possibility of such damages.
3. OSS shall under no circumstances be liable for any actions taken or omissions made from reliance on the data contained herein from whatever source or any other consequences from any such reliance.
4. OSS provides these records "as is" and they are derived from information residing on the OSS database at the time the inquiry was executed. OSS makes no warranty or representation regarding the accuracy of the information provided. OSS does not certify the authenticity of information provided by third parties.

5. While all attempts are made to ensure the correctness and suitability of information under the control of OSS and to correct any errors brought to the attention of OSS, no representation or guarantee can be made as to the correctness or suitability of that information or any linked information presented, referenced, or implied.
6. This information cannot be presented by a User as the "Official" Records of OSS. Only OSS may present this information as "Official". Records may state that they were obtained from the computerized files of OSS. Information presented on the Site is collected, maintained, and provided for the convenience of the reader.

## **E. GENERAL PROVISIONS**

1. Each party acknowledges that it has read this agreement and agrees to be bound by it and that this agreement, including Addendum A, is the complete and exclusive statement of the agreement between the parties and superseded all prior proposals, understandings and all other agreements, both oral and written, between the parties. This agreement may not be altered or modified except by written agreement properly executed.
2. Any dates by which OSS is required to make performance under this license shall be postponed automatically to the extent that OSS is prevented from meeting them by causes beyond its reasonable control.
3. This agreement shall be governed by and subject to the laws of the State of Minnesota.
4. If any provision of this agreement is found to be invalid under applicable law, it shall be deemed omitted without any effect on the remaining provisions.
5. The waiver or failure of either party to exercise in any respect any right provided for in this agreement shall not be deemed a waiver of any further right under this agreement.
6. Licensee shall provide one of the following to OSS for purposes of Minnesota Statute, Section 270C.65:

Minnesota Tax Identification Number:

\_\_\_\_\_

Federal Tax Identification Number:

\_\_\_\_\_

If you are an individual, provide your Social Security Number:

\_\_\_\_\_

**F. TERMINATION**

1. Either party may terminate this agreement by providing written notice to the other, sent by any means, which documents delivery. Termination shall occur on the date stated in the notice.

**G. NOTICES**

Any notices given under this agreement must be in writing and are sufficient if sent by certified mail, return receipt requested, to the parties at the following address or any other address designated by either party in writing.

OSS:

Office of the Minnesota Secretary of State  
Attn. Fiscal Services  
First National Bank Building  
332 Minnesota Street, Suite N201  
Saint Paul, MN 55101

If you have any questions, please contact the Business Services Helpdesk at:

Phone: 651-296-2803 (Metro Area); 1-877-551-6767 (toll-free); or Minnesota Relay Service: 711  
Email: [business.services@state.mn.us](mailto:business.services@state.mn.us);  
Fax: 651-297-7067.

LICENSEE:

Name:

Address:

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Name of Contact Person:

Address:

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Telephone Number:

E-Mail Address:

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The Office of the Secretary of State may collect your Social Security, federal tax identification or Minnesota tax identification number pursuant to section 270C.65, subd. 3 as well as payment information in the form of credit card, debit card, checking and financial account numbers as part of this agreement and the payment process. You are not required to provide this information but the consequence of failing to provide the information is that the Office of the Secretary of State will not be able to complete your transaction, or provide you with the requested services or products. This information may be used in the enforcement of federal and State tax laws. Supplying these numbers could result in action to require Contractor to file state tax returns and pay delinquent state tax liabilities. These numbers will be available to federal and state tax authorities and state personnel involved in the collection of fees or payment of state obligations.

IN WITNESS WHEREOF, the undersigned sign this license agreement.

LICENSEE

Name: \_\_\_\_\_ Signature: \_\_\_\_\_

Title: \_\_\_\_\_ Date: \_\_\_\_\_

OSS and on behalf of the COMMISSIONER OF ADMINISTRATION-STATE OF MINNESOTA

Name: \_\_\_\_\_ Signature: \_\_\_\_\_

Title: \_\_\_\_\_ Date: \_\_\_\_\_

## ADDENDUM A

The following is the Minnesota Business Snapshot Bulk Order Implementation Guide and Record Layout which describes the information available under this agreement.

## Introduction

The Office of the Minnesota Secretary of State (OSS) offers the ability to purchase Minnesota Business Snapshot data from the Minnesota Business & Lien System (MBLS). This Implementation Guide is intended for the business or administrative user as well as the technical user and is divided into four sections:

Section 1 - Administrative Process describes the administrative process and addresses payment, fulfillment schedule and delivery.

Section 2 - Business Types describes the organizations available for a bulk data request.

Section 3 - Technical Specification contains the technical details on data structure and field limitations.

Section 4 - Bulk Order Sample Data with Record Layout provides examples of how the data will be formatted.

## Overview

A Data Request in the context of this document is a means for requesting a set of records based on responses provided from the Minnesota Business Snapshot survey. Note: Submission of this information is voluntary and is only asked for from an original filing and subsequent annual renewals and/or annual reinstatements.

The fulfillment of each request will include a complete set of the most recent responses provided by the business. If the business did not respond to a particular question in the most recent response, the answer will be *'No answer provided'*.

## Section 1 - Administrative Process

### Initiating a Data Request

A request form and agreement to provide service will be required. The bulk data request will be processed once the signed agreement with payment is received.

Completed Data Request forms can be mailed to:

Minnesota Secretary of State – Business Services

First National Bank Building

332 Minnesota Street, Suite N201

Saint Paul, MN 55101

For more information, contact Business Services at 651-296-2803 or 1-877-551-6767.

### Payment

Payment is required prior to delivery of the data request. The accepted payment methods are check or Secretary of State Client Account.

### Frequency

Data can be purchased at any time and is provided as a complete data set of records.

The name of the data file contains the date the file was created.

### Delivery

In order to receive and access the information, your delivery email address will need to be registered as an online account. If you have not registered, please create an online account at [mbportal.sos.mn.gov](http://mbportal.sos.mn.gov).

## Section 2 - Business Types

This request is for the purchase of the business database content as defined in Section 3 - Technical Specifications.

The following business types will be included in this request:

- Assumed Name
- Business Corporation (Domestic)
- Business Corporation (Foreign)

- Cooperative Association
- Cooperative (Domestic)
- Cooperative (Foreign)
- Limited Liability Company (Domestic)
- Limited Liability Company (Foreign)
- Limited Liability Partnership (Domestic)
- Limited Liability Partnership (Foreign)
- Limited Partnership (Domestic)
- Limited Partnership (Foreign)
- Nonprofit Corporation (Domestic)
- Nonprofit Corporation (Foreign)

## Section 3 - Technical Specifications

### Data Format

Data requests are a complete set of active responses. The data is provided as a comma separated value (CSV) file. The file is delivered as a compressed (zip) file. Note: Download the file and then use some type of database to import your data into a readable format or an application that allows you to open large files, which then can be manipulated, sorted and edited as needed.

The data content is provided in a comma delimited format with field values enclosed in double quotes. Note: Minnesota Business Names that have quotes as part of the name will be surrounded by 2 single quotes instead of 1 double quote.

The record format and unique key information for each file are provided later in this section.

Minnesota Business Snapshot Bulk Order data will consist of these two main record types:

1. Business Record Data (01)
2. Minnesota Business Snapshot Questions and Response Answers (02)

The Master ID is included in the two record types for each business and can be used as a foreign key to quickly identify related records within the file. The Master ID is static and applicable across all files. The Master ID is unique for each business and is not recycled for another business.

### Business Record Data

One Business Record is generated for every business that has a set of Minnesota Business Snapshot Response Answers provided.



The fields for the business filing record format are listed in the table below.

<b>Business Record</b>	<b>Datatype</b>	<b>Description</b>
Master ID	varchar(36)	Unique ID for the business.
Record Type	varchar(2)	"01"
Business Type Code	integer	Numeric code assigned to the business type. (See Appendix I)
Original Filing Number	varchar(21)	Number assigned to this business entity.
Minnesota Business Name	varchar(250)	Current business name registered in Minnesota.
Filing Status	varchar(20)	Indicates the business record status in Minnesota. Current values are: Active Inactive
Business Filing Date	date (MM/DD/YYYY)	Date the business filing filed with the Business Survey Data.
Business Filing Number	varchar(21)	<ul style="list-style-type: none"> <li>Number assigned to the business filing.</li> </ul>
Registered Agent Name	varchar(250)	<ul style="list-style-type: none"> <li>Registered Agent Name, if provided.</li> </ul>
Address Type Number	integer	<ul style="list-style-type: none"> <li>Numeric code assigned to identify the type of address. (see appendix IV)</li> </ul>
Street Address Line 1	varchar(100)	<ul style="list-style-type: none"> <li>Address line 1</li> </ul>
Street Address Line 2	varchar(100)	<ul style="list-style-type: none"> <li>Address line 2</li> </ul>
City Name	varchar(100)	<ul style="list-style-type: none"> <li>City Name</li> </ul>
Region Code	varchar(100)	<ul style="list-style-type: none"> <li>Region Code (For U.S. this is the state code).</li> </ul>
Postal Code	varchar(100)	<ul style="list-style-type: none"> <li>Postal Code (For U.S. this is the 5 digit zip code).</li> </ul>
Postal Code Extension	varchar(4)	<ul style="list-style-type: none"> <li>Postal Code Extension (For U.S. this is the 4 digit zip code extension).</li> </ul>
Country Name	varchar(100)	<ul style="list-style-type: none"> <li>Optional Country Name. (For United States will be 'USA'.)</li> </ul>

## Minnesota Business Snapshot Questions and Response Answers

One or more answers are created for each survey question identified with a Business Record. These records include only the set of response answers which are active at the time the Minnesota Business Snapshot Bulk Order file is generated.

The record format is listed in the table below for the survey response answers and question fields. The status of the Minnesota Business Snapshot Questions and Answers is also provided in order to identify if the data set is the most recent set of responses provided by the business.

The complete description for each survey question is provided in Appendix II.

The complete description for each survey response answer is provided in Appendix III.

Note: If the question was not answered, then 'No Answer Provided' is listed.

Survey Questions and Response Answers	Datatype	Description
Master ID	varchar(36)	Unique ID for the business.
Record Type	varchar(2)	"02"
Business Type Code	integer	Numeric code assigned to the business type. (See Appendix I)
Original Filing Number	varchar(21)	Number assigned to this business entity.
Business Survey Questions	varchar(2)	Numeric code assigned to the Minnesota Business Snapshot Survey Questions (See Appendix II)
Business Survey Response Answers	varchar(3)	Numeric code assigned to the Minnesota Business Snapshot Response Answers. (See Appendix III) Note: A row is provided for each response.
Business Survey Status	varchar(20)	Status Indicates if the Minnesota Business Snapshot Question and Response Answers are the most recent set of responses by the business. Current values are: Active Inactive

## Section 4 – Business Bulk Order Sample Data with Record Layout

This section provides sample data for each of the two record types as well as a sample of the record layout format.

### Business Record Data

Business Record	Sample Data
Master ID	0ded61ed-99f5-e011-b22f-00155d012196
Record Type	01
Business Type Code	43
Original Filing Number	448230000028
Minnesota Business Name	MN Business Inc.
Filing Status	Active
Business Filing Date	06/07/2016
Business Filing Number	85833080002

### Minnesota Business Snapshot Questions and Response Answers

Minnesota Business Snapshot Questions and Response Answers	Sample Data & Business Survey Question #	Business Survey Response Answer #
Master ID	0ded61ed-99f5-e011-b22f-00155d012196	
Record Type	02	
Business Type Code	43	
Original Filing Number	448230000028	
Business Survey Question and Response Numbers	4	16
Business Survey Question and Response Numbers	5	10
Business Survey Question and Response Numbers	5	11
Business Survey Question and Response Numbers	6	31
Business Survey Question and Response Numbers	7	39
Business Survey Question and Response Numbers	8	<i>No answer provided</i>
Business Survey Status	Active	

## Minnesota Business Snapshot Record Layout Sample

0ded61ed-99f5-e011-b22f-00155d012196	1	43	448230000028	MN Business Inc	Active	6/7/2016	85833080002	CT Corp 3	405 2nd Ave S	Mpls	MN	55403	USA
0ded61ed-99f5-e011-b22f-00155d012196	2	43	448230000028	4	16								
0ded61ed-99f5-e011-b22f-00155d012196	2	43	448230000028	5	10								
0ded61ed-99f5-e011-b22f-00155d012196	2	43	448230000028	5	11								
0ded61ed-99f5-e011-b22f-00155d012196	2	43	448230000028	6	31								
0ded61ed-99f5-e011-b22f-00155d012196	2	43	448230000028	7	39								
0ded61ed-99f5-e011-b22f-00155d012196	2	43	448230000028	8	No Answer Provided								
0ded61ed-99f5-e011-b22f-00155d012196	2	43	448230000028	Active									

## Appendix I. Business Type Codes

<b>Business Type Codes</b>	
<b>Code</b>	<b>Business Type</b>
38	Cooperative Association
39	Cooperative (Foreign)
41	Nonprofit Corporation (Domestic)
42	Nonprofit Corporation (Foreign)
43	Business Corporation (Foreign)
44	Limited Liability Company (Domestic)
46	Limited Liability Company (Foreign)
48	Limited Partnership (Domestic)
49	Limited Partnership (Foreign)
50	Limited Liability Partnership (Domestic)
52	Limited Liability Partnership (Foreign)
59	Assumed Name
66	Business Corporation (Domestic)
104	Cooperative (Domestic)

## Appendix II. Minnesota Business Snapshot Questions

<b>Business Survey Questions</b>	
<b>Code</b>	<b>Question Text</b>
4	How many Minnesota – based full time employees (or FTE equivalents) does this entity currently have?
5	Does the owner or a member of the ownership group of this entity self-identify as a member of any of the following communities?
6	Using NAICS codes below, please select the code that best describes this entity. If you believe this entity falls into more than one category, please select the category that generates the majority of the entity’s revenue.
7	If applicable, what were this entity’s gross revenues for the past year?
8	Is this entity a full time or part time endeavor for those primarily responsible for operating this entity?

## Appendix III. Minnesota Business Snapshot Response Answers

<b>Business Survey Response Answers</b>	
<b>Code</b>	<b>Survey Answers</b>
8	0 - 5
9	6 - 50
10	Woman
11	Veteran
12	Member of a community of color
13	Agriculture, Forestry, Fishing and Hunting (Code 11)
14	Mining (Code 21)
15	\$0 - \$10,000
16	51 - 200
17	201 - 500
18	Over 500
19	Full Time
20	Member of a disability community
21	Utilities (Code 22)
22	Construction (Code 23)
23	Manufacturing (Codes 31-33)
24	Wholesale Trade (Code 42)
25	Retail Trade (Codes 44-45)
26	Transportation and Warehousing (Codes 48-49)
27	Information (Code 51)
28	Finance and Insurance (Code 52)
29	Real Estate Rental and Leasing (Code 53)
30	Professional, Scientific, and Technical Services (Code 54)
31	Management of Companies and Enterprises (Code 55)
32	Administrative and Support and Waste Management and Remediation Services (Code 56)
33	Educational Services (Code 61)

34	Health Care and Social Assistance (Code 62)
35	Arts, Entertainment, and Recreation (Code 62)
36	Accommodation and Food Services (Code 72)
37	Other Services (except Public Administration) (Code 81)
38	Public Administration (Code 92)
39	\$10,001 - \$50,000
40	\$50,001 - \$250,000
41	\$250,001 - \$1M
42	Over \$1M
43	Part Time
44	Member of an immigrant community

## Appendix IV. Business Address Type Codes

<b>Business Address Type Codes</b>	
<b>Number</b>	<b>Description</b>
2	Principal Place of Business Address
3	Registered Office Address
4	Home Office Address
5	Principal Office Address
6	Chief Executive Office Address
7	Office Address
8	Designated Office Address
9	Service Address (Note: This address is provided for Withdrawal filings)
11	Business Mailing Address
14	Party Primary Address
16	Principal Office Mailing Address
17	Principal Executive Office Address
18	Designated Office Mailing Address
19	Registered Agent Mailing Address
21	Registered Agent Address
204	Individual Contact for Agent Mailing Address
9999	Mailing Address

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