

Division of Corporations

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To: Division of Corporations
Fax Number : (850)922-4003

From: Account Name : TRIVEST, INC.- LEGAL DEPT.
Account Number : I19990000258
Phone : (305)858-2200
Fax Number : (305)285-0102

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FLORIDA
SECRETARY OF STATE
DIVISION OF CORPORATIONS

FLORIDA LIMITED PARTNERSHIP

Trivest Partners, L.P.

Certificate of Status	0
Certified Copy	1
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**CERTIFICATE OF LIMITED PARTNERSHIP
OF
TRIVEST PARTNERS, L.P.**

Pursuant to §620.108 of the Florida Revised Uniform Limited Partnership Act (1986) (the "Act"), the undersigned, being the sole General Partner of TRIVEST PARTNERS, L.P., hereby duly executes and files with the Florida Secretary of State this Certificate of Limited Partnership.

1. The name of the limited partnership is TRIVEST PARTNERS, L.P.
2. The business address and the mailing address of the limited partnership are 2665 South Bayshore Drive, Suite 800, Miami, Florida 33133.
3. The name of the registered agent for service of process required by §620.105 of the Act is B. Jay Anderson.
4. The Florida street address for the registered agent is 2665 South Bayshore Drive, Suite 800, Miami, Florida 33133.
5. Acceptance of Appointment of Registered Agent:

Having been named the statutory registered agent of TRIVEST PARTNERS, L.P., at the place designated in this Certificate of Limited Partnership of TRIVEST PARTNERS, L.P., I hereby accept such designation and confirm that I am familiar with and agree to accept the obligations imposed by §620.192 of the Act and I agree to comply with the provisions of Florida law relative to keeping the registered office open.


B. Jay Anderson, Registered Agent

Dated: January 3, 2000

6. The name and business address of the general partner are as follows: TRIVEST II, INC., 2665 South Bayshore Drive, Suite 800, Miami, Florida 33133. 795000024317
7. The latest date upon which the limited partnership is to dissolve is January 3, 2012.


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IN WITNESS WHEREOF, the sole General Partner has executed the foregoing Certificate of Limited Partnership on the 3rd day of January, 2000 in accordance with §620.114 of the Act.

TRIVEST II, INC., a Florida corporation, General Partner

By: 
Peter W. Klein, Managing Director

AFFIDAVIT


THE UNDERSIGNED, constituting the sole general partner of TRIVEST PARTNERS, L.P., a Florida Limited Partnership, hereby certify as follows:

1. The amount of capital contributions to date of the limited partners is: \$ -0-.
2. The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$100.

FURTHER AFFIANT SAYETH NOT.

Under penalties of perjury, I declare that I have read the foregoing and that the facts alleged are true, to the best of my knowledge and belief.

TRIVEST II, INC., a Florida corporation, General Partner

By: 
Peter W. Klein, Managing Director

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