

CT CORPORATION

B02000000145

FILED
02 MAY -2 PM 9:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CORPORATION(S) NAME

1) Ballast Point Venture Partners, L.P.

700005432357--4
-05/03/02-01002-011
*****87.50 *****87.50

700005432357--4
-05/03/02-01002-010
***1697.50 ***1697.50

- Profit *1697.50*
- Nonprofit *8750*
- Foreign *78500*
- Limited Partnership
- LLC
- Certified Copy
- Call When Ready
- Walk In
- Mail Out
- Amendment
- Dissolution/Withdrawal
- Reinstatement
- Annual Report
- Name Registration
- Fictitious Name
- Photocopies
- Call If Problem
- Will Wait
- Merger
- Mark
- Other
- Change of R
- UCC
- CUS
- After 4:30
- Pick Up

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Name _____ Availability _____ Document _____

4/26/02

Order#: 5304

Examiner _____
Updater _____
Verifier _____
W.P. Verifier _____

File First

Ref#: _____

Amount: \$ _____

LP-1785

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

**APPLICATION BY FOREIGN LIMITED PARTNERSHIP FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

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TALLAHASSEE, FLORIDA

1. Ballast Point Venture Partners, L. P.
(Name of limited partnership as it is in the home state)

2. _____
(If name is unavailable, name under which the limited partnership proposes to register or transact business in Florida; must contain the word "LIMITED" or "LTD.")

3. Delaware 4. 4/25/02
(State of Formation) (Date of Formation)

5. Drew A. Graham
(Name of Registered Agent for Service of Process)

6. The Raymond James Financial Center, 880 Carrillon Parkway
(Street Address of Registered Office)

St. Petersburg, Florida 33716
(City) (Zip Code)

7. Acceptance by the Registered Agent for Service of Process:
Drew A. Graham
Drew A. Graham
(Agent must sign on this line)

8. Corporation Trust Company, 1209 Orange Street, Wilmington, DE 19801
(Address of registered office required in state of formation or, if not required, address of principal office.)

9. NAMES OF GENERAL PARTNERS	STREET ADDRESS
<u>RJ Ventures, LLC</u>	<u>The Raymond James Financial Center</u>
<u>LOJ000013774</u>	<u>880 Carillon Parkway, St. Petersburg, FL 33716</u>

10. The Raymond James Financial Center, 880 Carillon Parkway, St. Petersburg, FL 33716
(Office where Names, Addresses and Contributions of Limited Partners are kept.)

11. The limited partnership will undertake to keep the records listing the addresses and capital contributions of the limited partner or limited partners until the limited partnership's registration in Florida is canceled or withdrawn.

CONTINUED

12. The Raymond James Financial Center, 880 Carillon Parkway, St. Petersburg, FL 33716

(Mailing Address of Limited Partnership)

Under penalties of perjury I, being duly sworn, declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

This 17th day of April, 2002.

Drew A. Graham
RJ Ventures, LLC General Partner

STATE OF Florida

COUNTY OF Pinellas

On this 17th day of April, 2002

Drew A. Graham personally appeared before me,

who is personally known to me

whose identity I proved on the basis of _____

Kelly J. Frazee
(Notary Public Signature)

Kelly J. Frazee
(Notary's Printed Name)

Seal

My Commission Expires: 2/3/06



Kelly J Frazee
My Commission DD088859
Expires February 03, 2006

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TALLAHASSEE, FLORIDA

AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR FOREIGN LIMITED PARTNERSHIP

BEFORE ME the undersigned personally appeared Drew A. Graham, Authorized Individual of RJ Ventures, LLC, a general partner of Ballast Point Venture Partners, L.P., a (an) Delaware limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

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- 1. The amount of capital contributions of the limited partners is \$ 757,000.
- 2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purpose of transacting business in Florida is \$ 300,000.

Under the penalties of perjury I, being duly sworn, declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

This 17th day of April, 2002.

Drew A. Graham
RJ Ventures, LLC, General Partner

STATE OF Florida
COUNTY OF Pinellas


On this 17th day of April, 2002,

Drew A. Graham, personally appeared before me,

- who is personally known to me
- whose identity I proved on the basis of _____

Kelly J. Frazee
(Notary Public Signature)

Kelly J. Frazee
(Notary's Printed Name)

Seal  Kelly J Frazee
My Commission Expires: 2/3/06