

# A95000000924

OFFICE USE ONLY (Document #)

Corporation Information Services, Inc.

Account No.: 072100000032

(Requestor's Name)

1201 Hays Street

(Address)

Tallahassee, FL 32301 222-9171

(City, State, Zip) (Phone #)

Reference : 622882

Authorization: Patricia Pizich

Cost Limit : \$ 105.00

OFFICE USE ONLY

CIS Contact: Karen Rozar

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. Sunoptech, LTD 800001518608  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

- Walk in     Pick up time     Certified Copy  
 Mail out     Will wait     Photocopy     Certificate of Status

FILED OF STATE  
 SECRETARY OF CORPORATIONS  
 DIVISION OF CORPORATIONS  
 95 JUN 20 PM 4: 19

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input checked="" type="checkbox"/>	Foreign
<input checked="" type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

6/20/95

Examiner's Initials BP

CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
SUNOPTECH, LTD.  
a Florida Limited Partnership

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 JUN 20 PM 4: 19

The undersigned general partners desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Law as set forth in Section 620.108 of the Florida Statutes, hereby state the following:

1. The name of the Partnership is SunOpTech, Ltd.
2. The address of the office of the Partnership is 1500 West University Parkway, Sarasota, Florida 34243.
3. The name and address of the agent for service of process on the Partnership are Gregory C. Yadley, Esquire, 101 E. Kennedy Blvd., Suite 2500, Tampa, Florida 33602.
4. The names and business addresses of the general partners

*J498*  
*arg: 5*  
Sun Hydraulics Corporation  
1500 West University Parkway  
Sarasota, Florida 34243

SunOpTech, Inc. *1995000043112*  
1500 West University Parkway  
Sarasota, Florida 34243

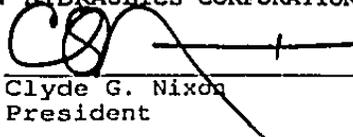
5. The mailing address of the Partnership is 1500 West University Parkway, Sarasota, Florida 34243.

6. The latest date upon which the Partnership shall dissolve is December 31, 2035, unless the Partnership is continued beyond such date by an affirmative vote of the Partners holding a majority of the Partnership interests.

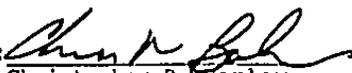
Executed on behalf of all of the general partners of the Partnership by their duly authorized officers this 19th day of June 1995.

SUN HYDRAULICS CORPORATION

SUNOPTECH, INC.

By: 

Clyde G. Nixon  
President

By: 

Christopher R. Barlow  
President

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for SUNOPTech, LTD., a Florida limited partnership (the "Partnership") in the foregoing Certificate of Limited Partnership, the undersigned, on behalf of the Partnership, hereby agrees to accept service of process for the Partnership and to comply with any and all statutes relative to the complete and proper performance of the duties of registered agent, including Florida Statutes §620.192.

Dated this 19 day of June, 1995.

  
\_\_\_\_\_  
GREGORY C. YADELLEY

FILED STATE  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
95 JUN 20 PM 4: 19

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

STATE OF FLORIDA  
COUNTY OF SARASOTA

FILED  
STATE  
SECRETARY OF CORPORATIONS  
95 JUN 20 PM 4: 19

The undersigned certify as follows:

1. The undersigned are the respective Presidents of Sun Hydraulics Corporation and SunOpTech, Inc.

2. Sun Hydraulics Corporation and SunOpTech, Inc. are all of the general partners of SUNOPTech, LTD., a Florida limited partnership.

3. The amount of capital contributions to date of the limited partners is \$0.00.

4. The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$10,000.00.

FURTHER AFFIANT SAYETH NOT.

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

Dated this 19th day of June, 1995.

SUN HYDRAULICS CORPORATION

SUNOPTech, INC.

By: \_\_\_\_\_

Clyde G. Nixon  
President

By: \_\_\_\_\_

Christopher Barlow  
President

A9500000924

OFFICE USE ONLY (Document #)

Sunoptech, Ltd.  
(Requestor's Name)  
1500 W. University Pkwy.  
(Address)  
Sarasota, FL 34243  
(City, State, Zip) (Phone #)

200001784112  
-03/06/96--01058--014  
\*\*\*1722.00 \*\*\*1722.00

FILED  
95 FEB 29 AM 11:23  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

- 1. Sunoptech, Ltd. (Corporation Name) (Document #)
- 2. (Corporation Name) (Document #)
- 3. (Corporation Name) (Document #)
- 4. (Corporation Name) (Document #)

- Walk in  Pick up time \_\_\_\_\_  Certified Copy
- Mail out  Will wait  Photocopy  Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

\$1,722.00-FF.  
CM

Examiner's Initials

SUPPLEMENTAL AFFIDAVIT OF CAPITAL CONTRIBUTIONS  
TO SUNOPTECH, LTD.  
PREPARED IN ACCORDANCE WITH F.S. §620.112

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

95 FEB 29 AM 11:23

FILED

STATE OF FLORIDA  
COUNTY OF SARASOTA

BEFORE ME, the undersigned authority, personally appeared CLYDE G. NIXON and CHRISTOPHER R. BARLOW, the respective Presidents of Sun Hydraulics Corporation and SunOpTech, Inc., the General Partners of SUNOPTECH, LTD. (the "Partnership"), who, upon being duly sworn, each certify as follows:

1. On June 19, 1995, pursuant to the provisions of F.S. §620.108, CLYDE G. NIXON in his capacity as President of Sun Hydraulics Corporation and CHRISTOPHER R. BARLOW, in his capacity as President of SunOpTech, Inc., signed an Affidavit of Capital Contributions to SunOpTech, Ltd. (formed on June 20, 1995 with the Florida Department of State and having been assigned document number A95000000924) indicating that the amount of capital contributions to the Partnership made by the Limited Partners is in the aggregate, cash and property having a value of \$10,000.00, and by virtue thereof paid a filing fee of \$70.00 (i.e. \$7.00 per \$1,000.00 of such capital contributions).

2. In line with F.S. §620.112, this Supplemental Affidavit is given to inform the Florida Department of State that the actual contribution of the Limited Partners now exceeds the \$10,000.00 anticipated amount of capital contributions previously filed in accordance with F.S. §620.108.

3. The amount of capital contributions to the Partnership now made by the limited partners is, in the aggregate, property having a value of \$256,000.00, which by virtue of exceeding \$250,000.00 attracts the maximum statutory filing fee of \$1,750.00 in accordance with F.S. §620.182(2).

4. Therefore, a filing fee of \$1,680.00 (i.e. \$1,750.00 less \$70.00 previously paid) is now due the Florida Department of State and accompanies this Supplemental Affidavit.

5. It is not anticipated that additional capital contributions will be made by the Limited Partners.

Under penalties of perjury, the undersigned, the respective Presidents of Sun Hydraulics Corporation and SunOpTech, Inc., the General Partners of the Partnership, declare that they have read

the foregoing and that the facts alleged are true, to the best of their knowledge and belief.

"GENERAL PARTNERS"

SUN HYDRAULICS CORPORATION

By: [Signature]  
CLYDE G. NIXON, President

FILED  
96 FEB 20 AM 11:24  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

SUNOPTECH, INC.

By: [Signature]  
CHRISTOPHER R. BARLOW,  
President

STATE OF FLORIDA  
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 7 day of February, 1996, by CLYDE G. NIXON, President of Sun Hydraulics Corporation, a General Partner of SunOpTech, Ltd., who is (  ) personally known to me or ( ) has produced \_\_\_\_\_ as identification.



PHILOMENE STAFFELD  
MY COMMISSION # CC351057 EXPIRES  
February 28, 1998  
BONDED TRUPLY TRUY FARM INSURANCE, INC.

[Signature]  
Notary Public  
Print: PHILOMENE STAFFELD  
My Commission Expires: 2-28-98

STATE OF FLORIDA  
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 7 day of February, 1996, by CHRISTOPHER R. BARLOW, President of SunOpTech, Inc., a General Partner of SunOpTech, Ltd., who is (  ) personally known to me or ( ) has produced \_\_\_\_\_ as identification.



PHILOMENE STAFFELD  
MY COMMISSION # CC351057 EXPIRES  
February 28, 1998  
BONDED TRUPLY TRUY FARM INSURANCE, INC.

[Signature]  
Notary Public  
Print: PHILOMENE STAFFELD  
My Commission Expires: 2-28-98

**FILE ON OR BEFORE DECEMBER 31, 1995 OR PARTNERSHIP WILL BE SUBJECT TO REVOCATION AND \$500 PENALTY FEE**

LIMITED PARTNERSHIP  
ANNUAL REPORT  
1996



FLORIDA DEPARTMENT OF STATE  
Gandra K. O'Connell  
Secretary of State  
DIVISION OF CORPORATIONS

FILED  
95 FEB 29 AM 11:23  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1. Name of Partnership  
**SUNOPTECH, LTD.**

1a. DOCUMENT #  
**A9500000924**

Handwritten: 46 AR CM

2. Mailing Address of Applicant  
1500 WEST UNIVERSITY PARKWAY  
SARASOTA FL 34243

3. Principal Office Address  
1500 WEST UNIVERSITY PARKWAY  
SARASOTA FL 34243

3. State of Incorporation: **FLORIDA**  
4. State or County of Formation: **FL**

5a. Capital Contributions as Shown on Record: **\$10,000.00**  
5b. Amount of Capital Contributions in Florida to Date: **\$256,000.00**  
6. FID Number: **65-0591203**

7. CERTIFICATE OF STATUS REQUIRED  
\$0.75 Additional Fee required for a Certificate of Status

8. FEES: 1) Filing Fee: Computed at a rate of \$7 per \$1,000 on amount entered in 5b or 5a if 5b blank, with a minimum filing fee of \$12.50 and a maximum of \$437.50  
2) Supplemental Fee: \$138.75 (pursuant to section 607.103 F.S.)  
THE AMOUNT DUE SHALL BE NO LESS THAN \$191.25 (\$52.50 + \$138.75) AND NO MORE THAN \$576.25 (\$437.50 + \$138.75)  
Note: If the amount entered in 5b is greater than amount entered in 5a, a supplemental affidavit must be submitted along with a separate and appropriate filing fee.  
MAKE CHECK PAYABLE TO FLORIDA DEPT. OF STATE

9. Name and Address of Current Registered Agent  
**YADLEY, GREGORY C ESQUIRE**  
101 E. KENNEDY BLVD., SUITE 2300  
TAMPA FL 33602

10. If changed, new Registered Agent Office  
Name: \_\_\_\_\_  
Street Address (P.O. Box Number is Not Acceptable): **101 E. KENNEDY BLVD., SUITE 2300**  
City: **TAMPA** State: **FL** Zip Code: **33602**

10a. Pursuant to the provisions of sections 620.1051 and 620.102, Florida Statutes, the above named limited partnership organized or registered under the laws of the State of Florida, submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by its general partners. I hereby accept the appointment of registered agent. I am familiar with and accept the obligations of section 620.102, Florida Statutes.  
SIGNATURE (Registered Agent Accepting Appointment): *[Signature]* DATE: **2/27/96**

**A GENERAL PARTNER THAT IS A CORPORATION, LIMITED PARTNERSHIP OR OTHER BUSINESS ENTITY**

11. Names of General Partner(s)	11a. Address of Each General Partner (Do NOT Use Post Office Box Numbers)	11b. City, State & Zip Code	11c. Registry Document Number
SUN HYDRAULICS CORPORATION	1500 WEST UNIVERSITY	SARASOTA FL 34243	J49665
SUNOPTECH, INC.	1500 WEST UNIVERSITY	SARASOTA FL 34243	PS95000043112

Note: General partners MAY NOT be changed on this form; an amendment must be filed to change a general partner.

12. I hereby certify that the information submitted with this filing is true and correct, and I am not guilty of the violation stated in section 620.102, Florida Statutes. I declare the Division of Corporations has no objection to the filing of this report. I, the undersigned, certify that the information submitted is true and correct, and that the corporation shall have the same responsibility for the information submitted. I further certify that I am a general partner of the limited partnership. See reverse of this form for complete instructions.  
SIGNATURE: *[Signature]*  
Typed or Printed Name: **SUN HYDRAULICS CORPORATION**  
**CLYDE G. NIXON, PRESIDENT**

Telephone Number: **941-362-1200**

CR2E003 (6/95)



SUPPLEMENTAL AFFIDAVIT OF CAPITAL CONTRIBUTIONS  
TO SUNOPTech, LTD.  
PREPARED IN ACCORDANCE WITH F.S. §620.112

FILED  
95 OCT -2 AM 9:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA  
COUNTY OF SARASOTA

BEFORE ME, the undersigned authority, personally appeared CHRISTOPHER R. BARLOW, the President of SunOpTech, Inc., the General Partner of SUNOPTech, LTD. (the "Partnership"), who, upon being duly sworn, certifies as follows:

1. On June 19, 1995, pursuant to the provisions of F.S. §620.108, an Affidavit of Capital Contributions for SunOpTech, Ltd. (a limited partnership formed on June 20, 1995, by filing with the Florida Department of State and having been assigned document number A9500000924) indicating that the amount of capital contributions to the Partnership made by the Limited Partners is in the aggregate, cash and property having a value of \$10,000.00.

2. On February 29, 1996, pursuant to the provisions of F.S. §620.112, a Supplemental Affidavit of Capital Contributions on behalf of the Partnership was filed with the Florida Department of State indicating that the amount of capital contributions to the Partnership made by the Limited Partners was in the aggregate cash and property having a value of \$256,000.00.

3. In accordance with F.S. §620.112, this Supplemental Affidavit is given to inform the Florida Department of State that the actual contribution of the Limited Partners now exceeds the \$256,000.00 anticipated amount of capital contributions previously filed in accordance with F.S. §620.108.

4. The amount of capital contributions to the Partnership now made by the limited partners is, in the aggregate, property having a value of \$1,250,000, which by virtue of exceeding \$250,000.00 attracts the maximum statutory filing fee of \$1,750.00 in accordance with F.S. §620.182(2).

Under penalties of perjury, the undersigned, the President of SunOpTech, Inc., the General Partner of the Partnership, declares

that he has read the foregoing and that the facts alleged are true,  
to the best of his knowledge and belief.

"GENERAL PARTNER"

SUNOPTech, INC.

By: *Christopher R. Barlow*  
CHRISTOPHER R. BARLOW,  
President

STATE OF FLORIDA  
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this  
30 day of September, 1996, by CHRISTOPHER R. BARLOW, President of  
SunOpTech, Inc., General Partner of SunOpTech, Ltd., who is X  
personally known to me or ( ) has produced \_\_\_\_\_  
as identification.



PHILOMENE STAFFELD  
MY COMMISSION # CC361057 EXPIRES  
February 28, 1998  
BORN TO THRU TRU FARM INSURANCE, INC.

*Philomene Staffeld*  
Notary Public  
Print: PHILOMENE STAFFELD  
My Commission Expires: 2-28-96

FILED  
96 OCT -2 AM 8:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

A 95 000000924

SHUMAKER, LOPEZ & MENDRICK, LLP  
ATTORNEYS AT LAW

BARNETT PLAZA - SUITE 2800  
101 EAST KENNEDY BOULEVARD  
TAMPA, FLORIDA 33602

(813) 229-7600  
FAX (813) 229-1800

MAILING ADDRESS  
POST OFFICE BOX 172009  
TAMPA, FLORIDA 33672-0809

WRITER'S DIRECT DIAL NUMBER:  
(813) 227-2238

October 1, 1996

TOLEDO OFFICE  
NORTH COUNTHOUSE SQUARE  
1000 JACKSON  
TOLEDO, OHIO 43624-1873  
(419) 241-9000  
FAX (419) 241-6894

CHARLOTTE OFFICE  
227 WEST TRADE STREET  
SUITE 2150  
CHARLOTTE, NORTH CAROLINA 28202  
(704) 378-0787  
FAX (704) 333-1187

FEDERAL EXPRESS

000001967370  
-10/08/96--01079--009  
\*\*\*\*\*52.50 \*\*\*\*\*52.50

Florida Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32301

FILED  
96 OCT -2 AM 8:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Re: SunOpTech, LTD.

Dear Sir or Madam:

Enclosed for filing are the following:

1. Original and one copy of Amended and Restated Certificate of Limited Partnership of SunOpTech, Ltd.;
2. Our firm's check in the amount of \$52.50;
3. Original and one copy of Supplemental Affidavit of Capital Contributions to SunOpTech, Ltd.; and
4. SunOpTech, Ltd.'s check in the amount of \$1,750.00.

Please file the Certificate and Affidavit, file stamp the enclosed copies, and return them to the undersigned in the envelope provided for your convenience.

Thank you for your attention to this matter. If you have any questions, please call me.

Name Availability	OK 10-4
Document Examiner	OK
Updater	OK
Update Verifier	OK
Acknowledgement	OK
W. P. Verifier	OK

Sincerely,  
  
Gregory C. Yadley

GCY/jaj  
Enclosures

**AMENDED AND RESTATED  
CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
SUNOPTECH, LTD.  
a Florida Limited Partnership**

95 OCT -2 AM 8:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
FILED

The undersigned general partner, desiring to continue a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Act (1986) (the "Limited Partnership Act") as set forth in Section 620.157 of the Florida Statutes, hereby amends and restates, pursuant to Section 620.109 of the Limited Partnership Act, the original Certificate of Limited Partnership, filed June 20, 1995, to state the following:

1. The name of the Partnership is SunOpTech, Ltd.
2. The original Certificate of Limited Partnership was dated June 19, 1995 and filed June 20, 1995.
3. The mailing address of the office of the Partnership is 1500 West University Parkway, Sarasota, Florida 34243.
4. The name and address of the agent for service of process on the Partnership are Gregory C. Yadley, Esquire, 101 E. Kennedy Blvd., Suite 2800, Tampa, Florida 33602.
5. The name and business address of the general partner are SunOpTech, Inc., 1500 West University Parkway, Sarasota, Florida 34243.
6. On July 1, 1996, Sun Hydraulics Corporation withdrew as a general partner of SunOpTech, Ltd.
7. On July 1, 1996 and pursuant to Section 620.157 of the Limited Partnership Act and the written provisions of the partnership agreement, SunOpTech, Inc., as the sole remaining general partner, elected to continue the business of SunOpTech, Ltd.
8. The latest date upon which the Partnership shall dissolve is December 31, 2025, unless the Partnership is continued beyond such date by an affirmative vote of the Partners holding a majority of the Partnership interests.

Executed on behalf of all of the general partner of the Partnership by its duly authorized officer this 30<sup>th</sup> day of September, 1996.

SUNOPTECH, INC., General Partner

By: Chris R. Barlow  
Christopher R. Barlow, President

FILED  
95 OCT -2 AM 8:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA