

A 00000000170



ACCOUNT NO. : 072100000032

REFERENCE : 561636 4312909

AUTHORIZATION :

Patricia [signature]

COST LIMIT : \$ 1785.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JAN 24 PM 3:32

ORDER DATE : January 24, 2000

ORDER TIME : 10:55 AM

ORDER NO. : 561636-005

400A00003278

CUSTOMER NO: 4312909

200003107762--9

CUSTOMER: Patti Roehl, Legal Asst
GUNSTER YOAKLEY VALDEZ-FAULI &
GUNSTER YOAKLEY VALDEZ-FAULI &
777 S. Flagler Dr.
Suite 500 East
W. Palm Beach, FL 33401-6194

DOMESTIC FILING

NAME: LEE MUNDER INVESTMENTS LTD.

EFFECTIVE DATE:

(Handwritten initials)

 ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JAN 24 PM 3:32

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Erika Carlson

EXAMINER'S INITIALS:

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

RECEIVED
00 JAN 24 AM 11:33

*3/K
1/24/00*

**CERTIFICATE OF LIMITED PARTNERSHIP OF
LEE MUNDER INVESTMENTS LTD.
A Florida Limited Partnership**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JAN 21 PM 3:32

The undersigned general partner, desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Act as set forth in Chapter 620.108, Florida Statutes, hereby certifies the following:

1. Name of Partnership. The name of the Partnership is as follows:

Lee Munder Investments Ltd.

2. Address of Record Keeping Office. The address of the record keeping office of the Partnership in the State of Florida is as follows:

1029 North Ocean Boulevard
Palm Beach, Florida 33480

3. Registered Office and Agent. The name and address of the agent for service of process on the Partnership are as follows:

Valdes-Fauli Corporate Services, Inc.
777 South Flagler Drive, Suite 500 East
West Palm Beach, Florida 33401

4. Name and Business Address of General Partner. The name and business address of the general partner are as follows:

Lee Munder Investments LLC
1029 North Ocean Boulevard
Palm Beach, Florida 33480

L00000000831

5. Mailing Address. The mailing address of the Partnership is as follows:

1029 North Ocean Boulevard
Palm Beach, Florida 33480

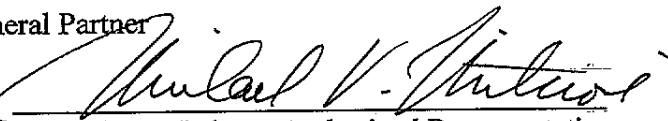
6. Latest Date Upon Which Partnership Is To Dissolve. The latest date upon which the Partnership is to dissolve is December 31, 2050.

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

Signed this 21st day of January, 2000

LEE MUNDER INVESTMENTS LLC,
General Partner

By:


Michael V. Mitriane, Authorized Representative

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JAN 21 PM 3:32

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS
FOR FLORIDA LIMITED PARTNERSHIP**

The undersigned, as sole general partner of Lee Munder Investments Ltd., certifies:

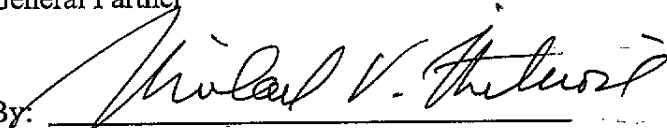
1. The amount of capital contributions to date of the limited partner(s) is \$1,000.00.
2. The total amount contributed and anticipated to be contributed by the limited partner(s) at this time total \$2,000,000.00.

Signed this 21st day of January, 2000

FURTHER AFFLIANT SAITH NOT.

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

LEE MUNDER INVESTMENTS LLC,
General Partner

By: 
Michael V. Mitrione, Authorized
Representative

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JAN 21 PM 3: 32

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JAN 24 PM 3: 32

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent and to accept service of process of the above stated limited partnership at the place designated in this certificate, Valdes-Fauli Corporate Services, Inc. hereby accepts the appointment as registered agent and agrees to act in this capacity. Valdes-Fauli Corporate Services, Inc. further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and Valdes-Fauli Corporate Services, Inc. is familiar with and accepts the obligations of its position as registered agent.

VALDES-FAULI CORPORATE SERVICES, INC.

BY: *Michael V. Mitrione*

Michael V. Mitrione
Vice President

January 21, 2004
Date

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JAN 21 PM 3:32

472738.1

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JAN 21 PM 3:32