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Division of Corporations

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Florida Department of State

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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Fax Number : (850)205-0383

From:

Account Name : *Shady Bordwell* FOWLER, WHITE 2

Account Number : I19990000148

Phone : (813)228-7411

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**LP/LLP AMENDMENT/RESTATEMENT/CORRECTION**

**TELANTIS VENTURE PARTNERS V, LTD.**

Certificate of Status	1
Certified Copy	0
Page Count	04
Estimated Charge	\$61.25

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**AMENDED AND RESTATED**  
**CERTIFICATE OF LIMITED PARTNERSHIP**  
**TELANTIS VENTURE PARTNERS V, LTD.**

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SEC. OF STATE  
TALLAHASSEE, FLORIDA

In accordance with Florida Statutes, Section 620.1202, this Amended and Restated Certificate of Limited Partnership shall be filed with the Department of State of Florida, setting forth the following:

1 **Name.** The limited partnership's present name is "TELANTIS VENTURE PARTNERS V, LTD" and the limited partnership elects to be a limited liability limited partnership and shall change the name to "TELANTIS VENTURE PARTNERS V, LLLP."

2 **Date of Filing.** The date of filing of its original Certificate of Limited Partnership with the Department of State of the State of Florida was December 28, 2005.

3 **Amendments.** Paragraphs 1, 2, 3, 4 and 5 of the Certificate of Limited Partnership shall be amended by deleting in their entirety, and the following shall be inserted in their stead:

"1. **Name.** TELANTIS VENTURE PARTNERS V, LTD., a Florida limited partnership, elects to be a limited liability partnership and changes its name to "TELANTIS VENTURE PARTNERS V, LLLP."

"2. **Registered Agent and Address.** The office and the name of the agent for service of process required to be maintained is as follows:

Robert F. Meyerson  
345 Chancery  
Naples, Florida 34110

"3. **General Partner.** The name and business address of the general partner is:

Telantis Venture Partners V Management, LLC  
345 Chancery  
Naples, Florida 34110

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"4. Street Address and Mailing Address: The principal street address of the office of the limited liability limited partnership is:  
345 Chancery  
Naples, Florida 34110

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TALLAHASSEE, FLORIDA

and the mailing address of the limited liability limited partnership is:  
791 Wye Road  
Akron, Ohio 44333

"5. Termination Date. The limited liability limited partnership shall have perpetual existence."

IN WITNESS WHEREOF, the undersigned has executed this Amended and Restated Certificate of Limited Partnership, this 31<sup>st</sup> day of January, 2006.

TELANTIS VENTURE PARTNERS  
V MANAGEMENT, LLC

By:   
Robert F. Meyerson, Sole Member

"GENERAL PARTNER"

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STATE OF ~~FLORIDA~~ OHIO

COUNTY OF Summit

The foregoing instrument was acknowledged before me this 31 day of JANUARY, 2006, by Robert F. Meyerson, the sole member of TELANTIS VENTURE PARTNERS V MANAGEMENT, LLC, the sole General Partner, who is personally known to me or who has produced \_\_\_\_\_ as identification.

My Commission Expires: 6/9/2010

Kathy J. Gorek  
Signature

Print name KATHY J. GOREK

"NOTARY PUBLIC"

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