

1201 HAYS STREET
TALLAHASSEE, FL 32301

800-342-8086

A95000000481



95 MAR 27 PM 12:16

DIVISION OF CORPORATION

ACCOUNT NO. : 072100000032

REFERENCE : 566451 86901Q

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : March 27, 1995

ORDER TIME : 11:11 AM

ORDER NO. : 566451

CUSTOMER NO: 86901Q

100001443821
-03/30/95--01032--018
****140.00 ****140.00

CUSTOMER: Ms. Gina Hardin - 86901q
PRENTICE HALL LEGAL &
FINANCIAL SERVICES, INC.
1 Biscayne Tower
2 South Biscayne Blvd, #1810
Miami, FL 33131

DOMESTIC FILING

NAME: TRIVEST FUND II MANAGER, LTD.

U. TAX	
FILING	
R. AGENT FEE	52.57
S. COPY	37.10
TOTAL	89.67
X. BANK	
BALANCE DUE	
REMARKS	

ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Marie I. Newport

EXAMINER'S INITIALS:

3/27/95
Mh

FILED
SECRETARY OF STATE
DIVISION OF CORPORATION
95 MAR 27 PM 2:12

**CERTIFICATE OF LIMITED PARTNERSHIP
OF
TRIVEST FUND II MANAGER, LTD.**

FILED STATE
DIVISION OF CORPORATIONS
95 MAR 27 PM 2:18

Pursuant to the provisions of the Florida Revised Uniform Limited Partnership Act (1993) and §620.108 of the Florida Statutes, the undersigned, being all of the General Partners of TRIVEST FUND II MANAGER, LTD., hereby duly execute and file with the Florida Secretary of State this Certificate of Limited Partnership.

1. The name of the limited partnership is TRIVEST FUND II MANAGER, LTD.
2. The business address and the mailing address of the limited partnership is 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 Florida Statutes is Peter W. Klein.
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 FUND II MANAGER, LTD., at the place designated in this Certificate of Limited Partnership of TRIVEST FUND II MANAGER, LTD., I hereby accept such designation and confirm that I am familiar with and agree to accept the obligations imposed by §620.192 of the Florida Statutes and I agree to comply with the provisions of Florida Law relative to keeping the registered office open.



Peter W. Klein
Registered Agent

Dated: March 24 1995

6. The name and business address of the sole general partners is as follows:

Trivest II, Inc.
2665 South Bayshore Drive
Suite 800
Miami, Florida 33133

995 000024317

7. The latest date upon which the limited partnership is to dissolve is December 31, 2045.

IN WITNESS WHEREOF, the sole General Partner has executed the foregoing Certificate of Limited Partnership on the 24 day of March, 1995 in accordance with §620.114 of the Florida Statutes.

TRIVEST II, INC., a Florida corporation


By: Marilyn D. Kuffner, Incorporator

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAR 27 PM 2:12

AFFIDAVIT

THE UNDERSIGNED, constituting all of the general partners of TRIVEST FUND II MANAGER, LTD., 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 \$100.00.

FURTHER AFFIANT SAYETH NOT.

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

TRIVEST II, INC., a Florida corporation


By: Marilyn D. Kuffner, Incorporator

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
Gordon M. Keith
Secretary of State
DIVISION OF CORPORATIONS

65 NOV - 2 PM 3:48

1. Name of Limited Partnership

1a. DOCUMENT #
A95000000481

TRIVEST FUND II MANAGER, LTD.

Mailing Address
2665 SOUTH BAYSHORE DRIVE, SUITE 800
MIAMI FL 33133

Principal Office Address
2665 SOUTH BAYSHORE DRIVE, SUITE 800
MIAMI FL 33133

2. New Mailing Address, if Applicable

State, Apt. #, etc. 11/07/95-11/02/96
City, State & Zip 111191.25 111191.25

2a. New Principal Office Address, if Applicable

State, Apt. #, etc.
City, State & Zip

3. Date Current or Registered to Do Business in
FLORIDA 03/27/1995

3a. Date of Last Report

4. State or Country of Formation
FL

5a. Capital Contributions as Shown
on Record \$100.00

5b. Amount of Capital Contributions as
FLORIDA to date \$100.00

6. FEI Number
65-0573621

Applied For
Not Applicable

7. CERTIFICATE OF STATUS REQUIRED
If the Addressee has responded
to 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 \$52.50 and a maximum of \$437.50.
2) Supplemental Fee. \$138.75 (pursuant to section 607.193, F.S.)
THE AMOUNT DUE SHALL BE NO LESS THAN \$101.25 (\$52.50 + \$138.75) AND NO MORE THAN \$578.25 (\$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

KLEIN, PETER W
2665 SOUTH BAYSHORE DRIVE, SUITE 800
MIAMI FL 33133

10. If changed, new Registered Agent/Office

Name
Street Address (P.O. Box Number is Not Accepted)
State, Apt. #, etc.
City
FL Zip Code

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 partner(s). 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)

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

11. Name(s) of General Partner(s)

TRIVEST II, INC.

11a. Address of Each General Partner
(Do NOT Use Post Office Box Numbers)

2665 SOUTH BAYSHORE D

11b. City, State & Zip Code

MIAMI FL 33133

11c. Registration/
Document Number

P95000024317

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

12. I solemnly certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), Florida Statutes. I release the Division of Corporations from any liability of non-compliance with Section 119.07(3)(k) in the event that the information supplied is deemed exempt from public access. I further certify that the information indicated on this annual report is true and accurate and that my signature shall have the same legal effects as if made under penalty of perjury. I am a General Partner of the limited partnership, receiver or trustee empowered to execute this report as required by Chapter 602, Florida Statutes.

SIGNATURE *Marilyn D. Kuffner*
Trivest II Inc. General Partner

Typed or Printed Name of General Partner Signing Form by: Marilyn D. Kuffner, Assistant Secretary
DATE 11/1/95
305/858-2200

0001751

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 100, Tallahassee, FL 32301, (904) 224-8870

Mailing Address: Post Office Box 10349, Tallahassee, FL 32302

TOLL FREE 1-800-542-8800

FAX (904) 224-2311

NAME _____

FIRM _____

ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

Trans via _____ Return via _____

Mailor No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

G. TAX _____ 4.75
FILING _____ 17.50
R. AGENT FEE _____ 52.50
C. COPY _____ 1.81
TOTAL _____ 86.56
H. BANK _____
BALANCE DUE _____
SPEND _____

HK

1/17/96

REQUEST TAKEN CONFIRMED APPROVED

DATE _____

TIME _____ CK No. _____

BY _____

WALK-IN Will Pick Up 1/17 12:00

No 52280

RE: Trust Fund

Managerial

C.C. FEE. DISBURSED

Capital Express™
Art. of Inc. File
Corp. Record Search
✓ Ltd. Partnership File
Foreign Corp. File
✓ () Cert. Copy(s)
Art. of Amend. File
Dissolution/Withdrawal
✓ O U S. 6.5
Fictitious Name File
Name Reservation
Annual Report/Reinstatement
Reg. Agent Service
Document Filing

Corporate Kit
Vehicle Search
Driving Record
Document Retrieval

UCC 1 or 3 File
UCC 11 Search
UCC 11 Retrieval
File No.'s _____ Copies
Courier Service
Shipping/Handling
Phone ()
Top Priority
Express Mail Prop.
FAX () pgs.

SUBTOTALS

FEE.....\$
DISBURSED.....\$
SURCHARGE.....\$
TAX on corporate supplies.....\$
SUBTOTAL.....\$
PREPAID.....\$
BALANCE DUE.....\$

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum.

THANK YOU
from
Your Capital Connection

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JAN 17 PM 1:21

RECEIVED
96 JAN 17 AM 10:28
DIVISION OF CORPORATIONS

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JAN 17 PM 1:24

The undersigned constituting all of the general partners of TRIVEST FUND II MANAGER LTD., a Florida Limited Partnership, executed this supplemental affidavit filed pursuant to section 620.112, Florida Statutes

The total amount of capital contributions of the limited partners to date is \$900,000.00.

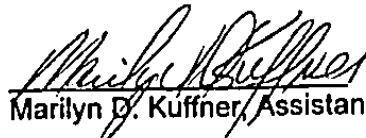
This 16th day of January, 1996.

FURTHER AFFIANT SAYETH NOT.

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

TRIVEST EQUITIES, INC., a Florida corporation,
sole general partner

By:


Marilyn D. Kuffner, Assistant Secretary

1201 HAYS STREET
TALLAHASSEE, FL 32301-2607

800-142-8086



PRIME TIME
LEGAL & FINANCIAL SERVICES

A95000000481

ACCOUNT NO. : 072100000032

REFERENCE : 028478 4371937

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : July 23, 1996

ORDER TIME : 10:36 AM

ORDER NO. : 028478

CUSTOMER NO: 4371937

CUSTOMER: Marilyn Kuffner, Legal Asst
Trivest, Inc.
2665 S. Bayshore Drive
Suite #800
Miami, FL 33132

J. TAX _____
FILING 67.50.00
R. AGENT FEE 7.50.00
C. COPY 51.00
TOTAL 1802.50

N. BANK _____
BALANCE DUE _____
REFUND _____

DOMESTIC AMENDMENT FILING

NAME: TRIVEST FUND II MANAGER, LTD.

3000001906153
-07/26/96--01093-003
****720.00 ****720.00

EFFECTIVE DATE:

☒ ARTICLES OF AMENDMENT
☐ RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY
☐ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS: BK

FILED
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
96 JUL 23 PM 2:34

RECEIVED
96 JUL 23 AM 11:08
DIVISION OF CORPORATIONS

3000001906153
-07/26/96--01093-004
***1082.50 ***1082.50

7/23/96

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

The undersigned constituting all of the general partners of TRIVEST FUND II MANAGER, LTD., a Florida Limited Partnership, executed this supplemental affidavit filed pursuant to section 620.112, Florida Statutes

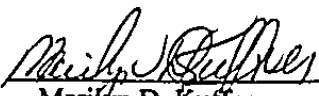
The total amount of capital contributions of the limited partners to date is \$1,917,999

This 22nd day of July, 1996.

FURTHER AFFIANT SAYETH NOT.

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

TRIVEST EQUITIES, INC., a Florida
corporation, sole general partner, F/K/A
TRIVEST II, INC.

By: 

Marilyn D. Kuffner
Assistant Secretary

FILED STATE
SECRETARY OF CORPORATIONS
96 JUL 23 PM 2:34
DIVISION OF CORPORATIONS

Trivest, Inc.

2665 South Bayshore Drive
Suite 800
Miami, Florida 33133-5401
Telephone (305) 858-2200
Facsimile (305) 285-0102

September 26, 1996

A95000000481

VIA OVERNIGHT COURIER

Division of Corporations
Attn: LIMITED PARTNERSHIP
409 East Gaines Street
Tallahassee, FL 32399

800001967568
-10/08/96--01093--003
****188.11 ****188.11

RE: Limited Partnerships - Filing of Supplemental Affidavits

To Whom It May Concern:

Enclosed please find the following documents which need to be filed in your office. Also enclosed are the individual checks for the requisite filing fees.

1. Trivest 1988 Fund Managers, Ltd., Charter #A95000000689 - Supplemental Affidavit of Capital Contributions and check in the amount of \$1802.50 and the 1997 Limited Partnership Annual Report and check in the amount of \$576.25.
2. Trivest Fund II Manager, Ltd., Charter #A95000000481 - Supplemental Affidavit of Capital Contributions and check in the amount of \$188.11 and the 1997 Limited Partnership Annual Report and check in the amount of \$576.25.
3. Trivest Annuity Fund, Ltd., Charter #A96000000101 - Supplemental Affidavit of Capital Contributions and check in the amount of \$1802.50 and the 1997 Limited Partnership Annual Report and check in the amount of \$576.25.

Please return the certified copies to my attention. For your convenience, I have enclosed a self-addressed envelope.

If you have any questions or require additional information in order to process these documents, please call me.

Thank you for your assistance with this matter.

Very truly yours,

Marilyn D. Kuffner
Assistant Secretary

Name	A95000000481
Availability	
Document Examiner	
Updater	Enclosures
Updater cc:	B. Jay Anderson (without copies)
Verifier	
Acknowledged	
W. P. Verifier	

increasing contribution
to \$1,937,372

C. TAX _____
FILING 135.61
R. AGENT FEE _____
C. COPY 52.50
N. EXAM _____
BALANCE DUE _____
REFUND _____

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

The undersigned constituting all of the general partners of TRIVEST FUND II MANAGER, LTD., a Florida Limited Partnership, executed this supplemental affidavit filed pursuant to section 620.112, Florida Statutes

The total amount of capital contributions of the limited partners to date is \$1,937,372.

This 25th day of September, 1996.

FURTHER AFFIANT SAYETH NOT.

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

TRIVEST EQUITIES, INC., a Florida
corporation, sole general partner

By: 

Marilyn D. Kuffner
Assistant Secretary

FILED
96 SEP 27 21 18 00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA