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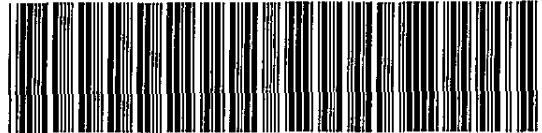
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DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

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TALLAHASSEE, FLORIDA

J. BRYAN OCT 28 2002



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October 28, 2002

**CORPORATION NAME (S) AND DOCUMENT NUMBER (S):**

Sun Capital Advisors II, L P

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TALLAHASSEE, FLORIDA

**Filing Evidence**

- ☒ Plain/Confirmation Copy  
  
☐ Certified Copy

**Type of Document**

- ☐ Certificate of Status  
  
☒ Certificate of Good Standing  
  
☐ Articles Only  
  
☐ All Charter Documents to Include  
Articles & Amendments  
☐ Fictitious Name Certificate  
  
☐ Other

**Retrieval Request**

- ☐ Photocopy  
  
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NEW FILINGS	
<input type="checkbox"/>	Profit
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<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

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

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

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

X LP

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

1. Sun Capital Advisors II, 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.")

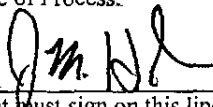
3. Delaware 4. May 8, 2000  
(State of Formation) (Date of Formation)

5. CT Corporation System  
(Name of Registered Agent for Service of Process)

6. 1200 South Pine Island Road  
(Street Address of Registered Office)

Plantation Florida 33324  
(City) (Zip Code)

7. Acceptance by the Registered Agent for Service of Process:

  
\_\_\_\_\_  
(Agent must sign on this line)

**James M. Halpin**  
**Assistant Secretary**

8. 5200 Town Center Circle, Suite 470  
Boca Raton, FL 33486  
(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>#M020000002805</u>	
<u>Sun Capital Partners, LLC</u>	<u>5200 Town Center Circle, Suite 470</u>
	<u>Boca Raton, FL 33486</u>

10. 5200 Town Center Circle, Suite 470, Boca Raton, FL 33486  
(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

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TALLAHASSEE, FLORIDA

12. 5200 Town Center Circle, Suite 470, Boca Raton, FL 33486

(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.

Signed this 21<sup>st</sup> day of October, 2002

M J N  
SUN CAPITAL PARTNERS, LLC General Partner

STATE OF FLORIDA

COUNTY OF PAUM BEACH

On this 21<sup>st</sup> day of October, 2002

MARC J. LEDER, personally appeared before me,

☒ who is personally known to me

☐ whose identity I proved on the basis of \_\_\_\_\_

Janine E. Cox  
(Notary Public Signature)

(Notary's Printed Name)



Janine E. Cox  
Commission # CC 796917  
Expires JAN. 30, 2003  
BONDED THRU  
ATLANTIC BONDING CO., INC.

Seal

My Commission Expires: \_\_\_\_\_

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**AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A FOREIGN LIMITED PARTNERSHIP**

BEFORE ME the undersigned personally appeared MARC J. LEDER, CO-CEO OF SUN CAPITAL PARTNERS, LLC,  
the general partner of Sun Capital Advisors II, L P, a (an) DELAWARE

limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

1. The amount of capital contributions of the limited partners is \$ 556,800.
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 556,800.

*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.*

Signed this 21<sup>st</sup> day of October, 2002.

M J Leder

General Partner

STATE OF FLORIDA

COUNTY OF PALM BEACH

On this 21<sup>st</sup> day of October, 2002,

MARC J. LEDER, personally appeared before me,

☒ who is personally known to me

☐ whose identity I proved on the basis of \_\_\_\_\_

Janine E. Cox  
(Notary Public Signature)

(Notary's Printed Name)



Janine E. Cox  
Commission # CC 796917  
Expires JAN. 30, 2003  
BONDED THRU  
ATLANTIC BONDING CO., INC.

Seal

My Commission Expires: \_\_\_\_\_

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