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SECRETARY OF S  
TALLAHASSEE, FL

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

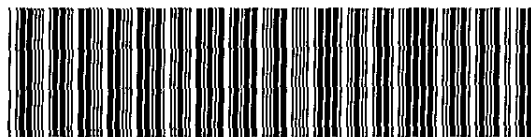
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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RECEIVED  
03 APR -8 AM 11:43  
STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

CT CORPORATION

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03 APR -8 PM 12: 57

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

April 8, 2003

Secretary of State, Florida  
409 East Gaines Street  
Tallahassee FL 32399

Re: Order #: 5822473 SO  
Customer Reference 1: 81458  
Customer Reference 2:

Dear Secretary of State, Florida:

Please file the attached:

Palm Beach Capital Fund I, L.P. (DE)  
Registration  
Florida

Enclosed please find a check for the requisite fees. Please return evidence of filing(s) to my attention.

If for any reason the enclosed cannot be filed upon receipt, please contact me immediately at  
(850) 222-1092. Thank you very much for your help.

Sincerely,

Brigham Weir  
Fulfillment Specialist  
Brigham\_Weir@cch-lis.com

660 East Jefferson Street  
Tallahassee, FL 32301  
Tel. 850 222 1092  
Fax 850 222 7615

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

03 APR -8 PM 12: 57

1. Palm Beach Capital Fund I, L.P. SECRETARY OF STATE  
(Name of limited partnership as it is in the home state) ALLAHASSEE, FLORIDA

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 January 14, 2003  
(State of Formation) (Date of Formation)

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

6. c/o C T Corporation System, 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:

C T Corporation System

By: Susan Eldredge  
(Agent must sign on this line) Susan L. Eldredge

8. Corporation Trust Center, 1209 Orange Street Asst. Secretary & V. President

Wilmington, County of New Castle, Delaware  
(Address of registered office required in state of formation or, if not required, address of principal office.)

9. NAMES OF GENERAL PARTNERS STREET ADDRESS

Palm Beach Capital GP I, LLC 180 Royal Palm Way, Palm Beach, FL 33480

10. 180 Royal Palm Way, Palm Beach, FL 33480  
(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

12.

180 Royal Palm Way

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Palm Beach, FL 33480

03 APR -8 PM 12:57

(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.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Signed this 26 day of March, 2003

Palm Beach Capital GP I, LLC, a DE limited liability company, the General Partner of Palm Beach Capital Fund I, L.P.

By Sh. McGruder General Partner

STATE OF FLORIDA

Shaun L. McGruder, Manager of  
Palm Beach Capital Management I, LLC,  
the Manager of Palm Beach Capital GP I, LLC

COUNTY OF Palm Beach

On this 26<sup>th</sup> day of March, 2003.

Shaun L. McGruder, personally appeared before me,

☒ who is personally known to me

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

Shelley Clair Harmon  
(Notary Public Signature)

Shelley Clair Harmon  
(Notary's Printed Name)



Shelley Clair Harmon  
Commission # CC 896053  
Expires Dec. 16, 2003  
Bonded Thru  
Atlantic Bonding Co., Inc

Seal

My Commission Expires: December 16, 2003

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

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BEFORE ME the undersigned personally appeared Palm Beach Capital GP I, LLC

a general partner of Palm Beach Capital Fund I, L.P., a (an) Delaware

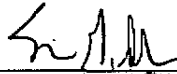
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

1. The amount of capital contributions of the limited partners is \$ 100,000,000.
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 100,000,000.

*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 26 day of March, 2003.



General Partner  
**Shaun L. McGruder**, Manager of Palm Beach Management I, LLC, the Manager  
of Palm Beach Capital GP I, LLC

STATE OF FLORIDA

COUNTY OF PALM BEACH

On this 26 day of March, 2003,

Shaun L. McGruder, personally appeared before me,

☒ who is personally known to me

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

  
(Notary Public Signature)

Shelley Clair Harmon  
(Notary's Printed Name)



Shelley Clair Harmon  
Commission # CG 896053  
Expires Dec. 16, 2003  
Bonded Thru  
Atlantic Bonding Co., Inc.

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My Commission Expires: December 16, 2003

# Delaware

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*The First State*

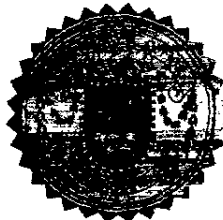
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PALM BEACH CAPITAL FUND I, L.P." IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SECOND DAY OF APRIL, A.D. 2003.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

3614422 8300

AUTHENTICATION: 2346086

030220277

DATE: 04-02-03