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FOREIGN LIMITED PARTNERSHIP

Carlyle/RECP New River, L.P.

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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. Carlyle/RECE New River, 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 (State of Formation) 4. 08-17-2004 (Date of Formation)

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

6. c/o CT 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: Mark S. Eppley
Assistant Vice-President and Secretary
CT Corporation System
By: [Signature]
(Agent must sign on this line)

8. 1001 Pennsylvania Avenue, NW, Suite 220 South
Washington, DC 20004
(Address of registered office required in state of formation or, if not required, address of principal office.)

9. NAMES OF GENERAL PARTNERS
Carlyle New River GP, L.L.C. STREET ADDRESS
MO4-3515 c/o The Carlyle Group
1001 Pennsylvania Ave., Ste 220
Washington, D.C. 20004

10. SAME AS #9
(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of the limited partner or limited partners until the limited partnership's registration in Florida is canceled or withdrawn.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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12 1001 Pennsylvania Avenue, NW, Suite 220 South

Washington, DC 20004

(Mailing Address of Limited Partnership)

2004 AUG 26 A 10:45

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 25th day of August, 2004

Gary C. Block, Vice President/General Partner

STATE OF District of Columbia
COUNTY OF _____

On this 25th day of August, 2004

Gary C. Block, personally appeared before me,

who is personally known to me

whose identity I proved on the basis of _____

Lynn S. Curl
(Notary Public Signature)

Lynn S. Curl
(Notary's Printed Name)

Seal

My Commission Expires 11-14-2006

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

BEFORE ME the undersigned personally appeared Gary E. Block, Vice President of Carlyle New River EP, L.L.C. ^{2004 AUG 26 A 10:46}
a general partner of Carlyle/RBCP New River, L.P., a (an) foreign SECRETARY OF STATE
limited partnership, hereinafter referred to as the "Partnership", who certifies as follows: TALLAHASSEE, FLORIDA

1. The amount of capital contributions of the limited partners is \$ 0.
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 20,000,000.

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 August, 2004.
Carlyle New River EP, L.L.C.
[Signature]
General Partner
GARY E. BLOCK
VICE PRESIDENT

STATE OF District of Columbia
COUNTY OF _____

On this 26th day of August, 2004,

[Signature: Gary E. Block] personally appeared before me,
 who is personally known to me
 whose identity I proved on the basis of _____

[Signature: Lynn S. Cuel]
(Notary Public Signature)
LYNN S. CUEL
(Notary's Printed Name)

Seal My Commission Expires: 11-14-2006