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B. KOHR

OCT - 1 2008

**EXAMINER** 



ACCOUNT NO. : 072100000032

REFERENCE: 731036 7667927

AUTHORIZATION :

COST LIMIT : \$ 1000.00

ORDER DATE: September 22, 2008

ORDER TIME : 12:46 PM

ORDER NO. : 731036-290

CUSTOMER NO: 7667927

#### FOREIGN FILINGS

NAME:

PLACEMENT PROS LP

EFFECTIVE DATE 9/30/08 \*\*\*\*\*\*FILE 2ND\*\*\*\*\*

XXXX\_ QUALIFICATION (TYPE: LP)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX\_\_\_\_ PLAIN STAMPED COPY

CONTACT PERSON: Jeanine Reynolds -- EXT# 2933

EXAMINER:

### APPLICATION BY FOREIGN LIMITED PARTNERSHIP OR LIMITED LIABILITY LIMITED PARTNERSHIP TO TRANSACT BUSINES IN FLORIDA

1. PLACEMENT PROS LP
(Name of Limited Partnership or Limited Liability Limited Partnership, which must include suffix)  Acceptable Limited Partnership suffixes: Limited Partnership, Limited, L.P., LP, or Ltd.  Acceptable Limited Liability Limited Partnership suffixes: Limited Liability Limited Partnership, L.L.L.P.
or LLLP.
(If name unavailable, name under which the limited partnership or limited liability limited partnership proposes to register to transact business in Florida; must contain acceptable suffix.)
2 Delaware 3. 5/29/07 (State or Country of Formation) (Date of Formation)
(State or Country of Formation) (Date of Formation)
4. Corporation Service Company
(Name of Registered Agent for Service of Process)
5. 1201 Hays Street
(Florida street address for Registered Agent)
Tallahassee, FL 32301
6. I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with an accept the obligations of my position as registered agent.
Corporation Service Company Jeanine Reynolds By:
as its agent
Signature of Registered Agent
7. 60 Harvard Mill Square, Wakefield, MA 01880
(Principal office address)
8. If limited partnership is a limited liability limited partnership, check box

Page 1 of 3

(Mailing address)  10. Name, principal office address, and mailing address of each general partner:			
(Name)	Wakefield, MA 01880		
m osuuuuu+328	60 Harvard Mill Square		
1100000	Wakefield, MA 01880		
(Name)	(Street Address)		
	(Mailing Address)		
(Namc)	(Street Address)		
	(Mailing Address)		
(Name)	(Street Address)		
	(Mailing Address)		

Page 2 of 3

(Name)	(Street Address)
	(Mailing Address)
(Name)	(Street Address)
	(Mailing Address)
11. Effective date, if other than the date of	filing: 9/30/2008
(Effective date cannot be prior to no filed by the Florida Department of S	or more than 90 days after the date this document is State.)
to the delivery of this application to	ence duly authenticated, not more than 90 days prior the Florida Department of State, by the Secretary of y of the entity's records in the jurisdiction under the
Signed this day of	of September, 20 08
Signature of a general partner:	
Stubrales	
Vedior General Partner (US) LLC, By: Vedior Holding US, Inc., Mem Sean Bradley, Secretary	
Filing Fees: Certified Copy (optional): Certificate of Status (optional):	\$1,000.00 (\$965 Filing Fee and \$35 Registered Agent Fee) \$52.50 \$8.75

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## Delaware

PAGE 1

### The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PLACEMENT PROS LP" 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 FIRST DAY OF OCTOBER, A.D. 2008.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "PLACEMENT PROS LP" WAS FORMED ON THE TWENTY-NINTH DAY OF MAY, A.D. 2007.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

4360625 8300

081001899

You may verify this certificate online at corp. delaware. gov/authver. shiml

Varriet Smith Hindren

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6886289

DATE: 10-01-08