

Document Number Only

B98000000055

CT CORPORATION SYSTEM

660 EAST JEFFERSON STREET

Requestor's Name
TALLAHASSEE, FL 32301

Address
222-1092

City State Zip Phone

CORPORATION(S) NAME

Triumph III Investors, L.P.

200002410672--4
-01/23/98--01104--008
*****52.50 *****52.50

200002410672--4
-01/23/98--01104--009
*****35.00 *****35.00

200002410672--4
-01/23/98--01104--010
*****52.50 *****52.50

200002410672--4
-01/23/98--01104--011
*****8.75 *****8.75

☐ Profit
☐ NonProfit
☐ Limited Liability Co.

☐ Amendment

☐ Merger

☒ Foreign

☐ Dissolution/Withdrawal

☐ Mark

☒ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Reservation

☐ Change of R.A.

☐ Fictitious Name Filing

☒ Certified Copy

☐ Photo Copies

☒ CUS

☐ Call When Ready

☐ Call if Problem

☐ After 4:30

☒ Walk In

☐ Will Wait

☒ Pick Up

☐ Mail Out

Name Availability	<i>CR 1-23</i>
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Verifier	<i>CR</i>
Acknowledgment	<i>CR</i>
W.P. Verifier	<i>CR</i>

JAN 23 1998

LP-87.50
CERT 61.25

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN 23 PM 3 52

RECEIVED
98 JAN 23 PM 1 33
DIVISION OF CORPORATION
Thanks,
Jeff

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

1. Triumph III Investors, L.P.

(Name of limited partnership as it is in the home state;

2. Triumph III Investors, L.P.

(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. July 11, 1997

(Date of Formation)

5. CT 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

(City)

Florida

33324

(Zip Code)

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

CT CORPORATION SYSTEM

SALVINA AMENTA-GRAY

SPECIAL ASSISTANT SECRETARY

(Type Name and Title of Officer)

(Officer must sign on this line)

98 JAN 23 PM 3:52

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DIVISION OF CORPORATIONS

8. c/o The Corporation Trust Company, Corporation Trust Center, 1209 Orange Street, Wilmington, DE 19801
(Address of Registered Office required in State of Formation or, if not required, Address of Principal Office.)

9. NAME OF GENERAL PARTNERS

Triumph III Investors, Inc.

SPECIFIC ADDRESS

60 State Street
21st Floor
Boston, MA 02109

F47-6237

10. 60 State Street, 21st Floor, Boston, MA 02109

(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 cancelled or withdrawn.

12. 60 State Street, 21st Floor, Boston, MA 02109

(Mailing Address of Limited Partnership)

This 19th day of January, 19 98.

Frederick W. McCarthy
General Partner
Triumph III Investors, Inc.
By: Frederick W. McCarthy
President

STATE OF

COUNTY OF

THE FOREGOING instrument was acknowledged and sworn to before me this 19th day of January, 19 98, by Frederick W. McCarthy (Name of General Partner) of Triumph III Investors, Inc.
Triumph III Investors L.P.

(Name of Limited Partnership), A Delaware (State or Country) Limited Partnership, on behalf of the Limited Partnership.

Robert M. Trevisani

Notary Public

State of MASSACHUSETTS at Large

My Commission Expires:

ROBERT M. TREVISANI

Notary Public

My Commission Expires Nov. 8, 2002

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DIVISION OF CORPORATIONS
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TRIUMPH III INVESTORS, INC.

**60 State Street, 21st Floor
Boston, MA 02109**

January 19, 1998


Office of the Secretary of State
Department of State
The Capitol, PL-02
Tallahassee, Florida 32399-0250

Re: Consent to Use of Name: Triumph III Investors, L.P.

Dear Sir or Madam:

Triumph III Investors, Inc., a corporation organized under the laws of the State of Delaware and qualified to do business under the General Laws of the State of Florida, hereby consents to the use of the name "Triumph III Investors, L.P.", by a Delaware limited partnership, to be qualified as a foreign limited partnership to do business in the State of Florida.

Triumph III Investors, Inc.


Frederick W. McCarthy
President

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, personally appeared Frederick W. McCarthy, President
general partner of Triumph III Investors, L.P., a (an) Triumph III Investors, Inc.,
Delaware, limited partnership, hereinafter referred to as the "Partnership", who
certifies as follows:

1. The amount of capital contributions of the limited partners is \$ 5,500,000.
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 0.

This 19th day of January, 1998

FURTHER AFFIANT SAYETH NOT.

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

General Partner

Frederick W McCarthy
Triumph III Investors, Inc.

By: Frederick W. McCarthy
President

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DIVISION OF CORPORATIONS
98 JAN 23 PM 3:52

STATE OF MA
COUNTY OF Suffolk
DATE 1/19/98

BEFORE ME, the undersigned officer, a Notary Public authorized to administer oaths and to take acknowledgments in and for the State and County set forth above, personally appeared Frederick W. McCarthy, President Triumph III Investors, Inc. (General Partner, known to me and know by me to be the person who executed the foregoing Affidavit of Capital Contributions, and he acknowledged to me and before me that he executed this Affidavit as General Partner of said partnership.

IN WHITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 19th day of January, 1998.

Seal

Robert M. Trevisani
Notary Public

State of MASSACHUSETTS at Large
My Commission Expires:

ROBERT M. TREVISANI

Notary Public

My Commission Expires Nov. 8, 2002