

Document Number Only

B980000000311

C T Corporation System.
Requestor's Name
660 East Jefferson Street

Address
Tallahassee, FL 32301

City State Zip Phone

CORPORATION(S) NAME

LP-945.00

Chartwell Capital Investors II, L.P.

150,000,000

☐ Profit
☐ NonProfit
☐ Limited Liability Company

☐ Amendment

☐ Merger

☒ Foreign

☐ Dissolution/Withdrawal

☐ Mark

☒ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Reservation

☐ Change of R.A.

☐ Limited Liability Partnership

☐ Fictitious Name

☐ Certified Copy

☐ Photo Copies

☐ CUS

☐ Call When Ready

☐ Call if Problem

☐ After 4:30

☒ Walk In

☐ Will Wait

☒ Pick Up

☐ Mail Out

Name Availability
Document Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

5/15/98
(15)

PLEASE RETURN EXTRA COPY(S)

FILE STAMPED

THANKS

JOEY

DEPT. OF CORPORATION

MAY 15 AM 11:34

RECEIVED

LP-840

B/C
5/15/98

Florida Department of State, Sandra B. Mortham, Secretary of State

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY 15 PM 3:01

1. Chartwell Capital Investors 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. April 29, 1998
(State of formation) (Date of formation)
5. Arminia M. Lanigan *
(Name of Registered Agent for Service of Process)
6. 1610 Independent Square
(Street Address of Registered Office)
Jacksonville, Florida 32202
(City) (Zip Code)
7. Acceptance by the Registered Agent for Service of Process.
By: Arminia M. Lanigan
(Agent must sign on this line)
8. Corporation Trust Center, 1209 Orange St., Wilmington, DE 19801
(Address of registered office required in state of formation or, if not required, address of principal office.)
9. NAMES OF GENERAL PARTNERS STREET ADDRESS
Chartwell Associates II, L.P. 1610 Independent Square
Jacksonville, Florida 32202
B98000000282
10. 1610 Independent Square, Jacksonville, Florida 32202
(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of the limited partner or limited partners until the limited partnership's registration in Florida is canceled or withdrawn.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

*The Secretary of State of Florida is appointed as agent for service of process if the agent identified in item 5 above has

12. 1610 Independent Square, Jacksonville, Florida 32202

(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.

This 30th day of April, 1998

CHARTWELL ASSOCIATES II, L.P.

By: CHARTWELL SPMM, L.P., General Partner

By: CHARTWELL II, INC., General Partner

By: Mindy Lanigan
Mindy Lanigan, Vice President

STATE OF FLORIDA

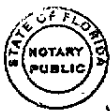
COUNTY OF DUVAL

On this 30th day of April, 1998, Mindy Lanigan

personally appeared before me,

☒ who is personally known to me

☐ whose identity I proved on the basis of _____



JACQUELINE L. DUFRESNE
My Comm Exp. 9/09/2000
Bonded By Service Ins
No. CC583498
☒ Personally Known ☐ Other I, D

Jacqueline L. Dufresne
(Notary Public Signature)

Jacqueline L. Dufresne
(Notary Public Signature)

Seal

My Commission expires: 09/09/2000

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY 15 PM 3:01

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

BEFORE ME the undersigned personally Chartwell Associates II, L.P.
a general partner of Chartwell Capital Investors 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 \$ 150,000,000.
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 150,000,000.

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.

This 30th day of April, 1998.

CHARTWELL ASSOCIATES II, L.P.

By: CHARTWELL SPMM, L.P., General Partner

By: CHARTWELL II, INC., General Partner

By: Mindy Lanigan
Mindy Lanigan, Vice President

STATE OF FLORIDA
COUNTY OF DUVAL

On this 30th day of April, 1998, Mindy Lanigan

personally appeared before me,

☒ who is personally known to me

☐ whose identity I proved on the basis of _____



JACQUELINE L. DUFRESNE
My Comm Exp. 9/09/2000
Bonded By Service Ins
No. CC583498
☒ Personally Known ☐ Other I.D.

Jacqueline L. Dufresne
(Notary Public Signature)
Jacqueline L. Dufresne
(Notary Public Signature)

Seal

My Commission Expires: 09/09/2000

CONSENT TO USE OF NAME

The undersigned, CHARTWELL CAPITAL INVESTORS, L. P., a Delaware
limited partnership, qualified to transact business in the state of Florida, hereby grants its
consent for the qualification of CHARTWELL CAPITAL INVESTORS II, L.P., a Delaware
limited partnership, and for the use of such name in the state of Florida.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY 15 PM 3:01

CHARTWELL CAPITAL INVESTORS, L.P.

By: Chartwell Capital Partners, L.P.
Its: General Partner

By: Chartwell Partners, L.P.
Its: General Partner

By: Chartwell, Inc.
Its: General Partner

By: Mindy Langman
Name: Mindy Langman
Title: Vice President

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY 15 PM 3:01