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Division of Corporations

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Florida Department of State

Division of Corporations

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Katherine Harris, Secretary of State

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Division of Corporations

Fax Number : (850) 205-0383

From:

Account Name : CORPORATION SERVICE COMPANY

Account Number : I20000000195

Phone : (850) 521-1000

Fax Number : (850) 521-1030

AL 1

FOREIGN PROFIT QUALIFICATION

ELYSIUM PARTNERS FUND I GP, INC.

Certificate of Status	0
Certified Copy	0
Page Count	006
Estimated Charge	\$70.00

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02 JAN 10

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

January 4, 2002

CORPORATION SERVICE COMPANY

SUBJECT: ELYSIUM PARTNERS FUND I GP, INC.
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Letter Number: 402A00000479

H020000013506

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. Elysium Partners Fund I GP, Inc.

(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Delaware

(State or country under the law of which it is incorporated)

3. applied for

(FEI number, if applicable)

4. November 05, 2001

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification

(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

c/o Tracie Pumphrey, 8501 North Madrone Trail

7. Austin, TX 78737

(Principal office address)

8501 North Madrone Trail, Austin, TX 78737

(Current mailing address)

To engage in the transaction of all or any lawful business which a corporation may engage in under Florida law. To engage in any act or activity for which corporations may be organized.

8. activity for which corporations may be organized.

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: Corporation Service Company

Office Address: 1201 Nays Street

Tallahassee

(City)

Florida 32301

(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 and accept the obligations of my position as registered agent.

Corporation Service Company

By: [Signature]

(Registered agent's signature)

Assistant Vice President

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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12. Names and business addresses of officers and/or directors:**A. DIRECTORS**Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERSPresident: See attached officers/directors rider

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.13. Tracie Pumphrey

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Tracie Pumphrey, PresidentSec. CFO TRACIE Pumphrey
(Typed or printed name and capacity of person signing application)FILED
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TALLAHASSEE, FLORIDA
02 JUN 10

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OFFICERS/DIRECTORS RIDER

FL-Application by Foreign Corporation for Authorization

Elysium Partners Fund I GP, Inc.

List of Officers

Name:	Clifford A. Sharples	Title:	President
Bus. Addr.:	8501 North Madrone Trail, Austin, TX 78737		
Name:	Brian H. Sharples	Title:	Chief Executive Officer
Bus. Addr.:	8501 North Madrone Trail, Austin, TX 78737		
Name:	Tracie Pumphrey	Title:	Secretary & CFO
Bus. Addr.:	8501 North Madrone Trail, Austin, TX 78737		
Name:	James N. O'Neill	Title:	Vice President of Operations
Bus. Addr.:	8501 North Madrone Trail, Austin, TX 78737		
Name:	Lisa W. A. Sharples	Title:	Vice President of Marketing
Bus. Addr.:	8501 North Madrone Trail, Austin, TX 78737		
Name:	Kenneth L. Hilton	Title:	Vice President of Sales
Bus. Addr.:	8501 North Madrone Trail, Austin, TX 78737		
Name:	Tracey L. Sharples	Title:	Vice President of Design
Bus. Addr.:	8501 North Madrone Trail, Austin, TX 78737		

List of Directors

Name:	Brian H. Sharples	Term:	Sep 01, 2002
Bus. Addr.:	8501 North Madrone Trail, Austin, TX 78737		
Name:	Clifford A. Sharples	Term:	Sep 01, 2002
Bus. Addr.:	8501 North Madrone Trail, Austin, TX 78737		
Name:	James O'Neill	Term:	Sep 01, 2002
Bus. Addr.:	8501 North Madrone Trail, Austin, TX 78737		

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Delaware

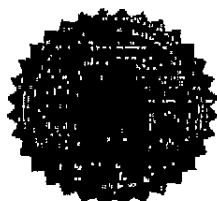
PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ELYSIUM PARTNERS FUND I GP, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SECOND DAY OF JANUARY, A.D. 2002.

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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 JAN 10



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Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1536859

DATE: 01-02-02

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