

F03000002404

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H03000193377 6)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 205-0383

From:

Account Name : C T CORPORATION SYSTEM
Account Number : FCA000000023
Phone : (850) 222-1092
Fax Number : (850) 222-7615

FILED
03 MAY 14 AM 9:11
ALLAHASSEE, FLORIDA

RECEIVED
03 MAY 13 PM 6:05
DIVISION OF CORPORATION

FOREIGN PROFIT QUALIFICATION

Suncapac V Corporation

Certificate of Status	0
Certified Copy	0
Page Count	05
Estimated Charge	\$70.00

F03-2404
OK

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. SUNCAFAC V CORPORATION

(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. 16-1625376

(FEI number, if applicable)

4. 09/06/2001

(Date of incorporation)

5. Perpetual

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

6. Upon Filing

(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.)

7. 5200 Town Center Circle, Suite 470, Boca Raton, FL 33486

(Principal office address)

same

(Current mailing address)

8. To engage in any and all lawful act or activity permitted by law.

(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: c/o C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation

(City)

, Florida 33324

(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.

C T Corporation System

PETER F. SOUZA
ASSISTANT SECRETARY

By: [Signature]

(Registered agent's signature)

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.

03 MAY 14 AM 9:11

FILED

LA. SSEE, FLORIDA

12. Names and business addresses of officers and/or directors:**A. DIRECTORS**Chairman: SEE ATTACHMENT

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERSPresident: SEE ATTACHMENT

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. _____

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

14. C. Deryl Couch, Vice President

(Typed or printed name and capacity of person signing application)

FILED
03 MAY 14 AM 9:11
TALLAHASSEE, FLORIDA

Co-CEO and Treasurer Director	Marc J. Leder
Co-CEO and Secretary Director	Rodger R. Krouse
Vice President	Clarence E. Terry
Vice President	Michael Kalb
Vice President	M. Steven Liff
Vice President	Kevin Calhoun
Vice President	Jason Neimark
Vice President and Assistant Secretary	C. Deryl Couch
Vice President	David Kreilein
Vice President	David Pleban

FILED
03 MAY 14 AM 9:11
TALLAHASSEE, FLORIDA

The business address for the above officers + directors is
c/o Sun Capital Partners, Inc.
5200 Town Center Circle
Suite 470
Boca Raton, FL 33486

Delaware

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SUNCAPAC V CORPORATION" 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 FIRST DAY OF MAY, A.D. 2003.

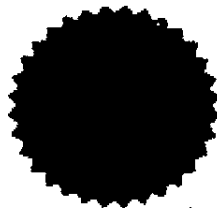
AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

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

FILED
MAY 14 AM 9:11
CLERK OF THE COURT
HARRISBURG
PENNSYLVANIA

3432569 8300

030284403



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2395640

DATE: 05-01-03