

2004 LIMITED LIABILITY COMPANY ANNUAL REPORT

FILED
May 03, 2004 8:00 am
Secretary of State

05-03-2004 90109 013 *****50.00

DOCUMENT # M02000003154

1. Entity Name
SUN CAPITAL PARTNERS MANAGEMENT, LLC



Principal Place of Business
**5200 TOWN CENTER CIRCLE
SUITE 470
BOCA RATON, FL 33486**

Mailing Address
**5200 TOWN CENTER CIRCLE
SUITE 470
BOCA RATON, FL 33486**

24062438



| | | | | | | |
|--------------------------------|---------|---------------------|---------|----------------------------------|---|-----------------|
| 2. Principal Place of Business | | 3. Mailing Address | | 04272004 | Chg-LLC | CR2E083 (10/03) |
| Suite, Apt. #, etc. | | Suite, Apt. #, etc. | | 4. FEI Number | Applied For | |
| City & State | | City & State | | 52-2340887 | Not Applicable | |
| Zip | Country | Zip | Country | 5. Certificate of Status Desired | <input type="checkbox"/> \$5.00 Additional Fee Required | |

| | | | |
|---|--|--|--|
| 6. Name and Address of Current Registered Agent | | 7. Name and Address of New Registered Agent | |
| C T CORPORATION SYSTEM 1200 SOUTH PINE ISLAND ROAD PLANTATION, FL 33324 | | Name | |
| | | Street Address (P.O. Box Number is Not Acceptable) | |
| | | City | |
| | | FL Zip Code | |

8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. I am familiar with, and accept the obligations of registered agent.

SIGNATURE _____ (NOTE: Registered Agent signature required when reinstating) DATE _____

**Filing Fee is \$50.00
Due by May 1, 2004**

**Make check payable to
Florida Department of State**

| 9. MANAGING MEMBERS/MANAGERS | | 10. ADDITIONS/CHANGES | |
|--|---|--|---|
| TITLE NAME STREET ADDRESS CITY-ST-ZIP | MGR LEDER, MARC J 5200 TOWN CENTER CIRCLE BOCA RATON, FL 33486 <input checked="" type="checkbox"/> Delete | TITLE NAME STREET ADDRESS CITY-ST-ZIP | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| TITLE NAME STREET ADDRESS CITY-ST-ZIP | MGR KROUSE, RODGER R 5200 TOWN CENTER CIRCLE BOCA RATON, FL 33486 <input checked="" type="checkbox"/> Delete | TITLE NAME STREET ADDRESS CITY-ST-ZIP | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| TITLE NAME STREET ADDRESS CITY-ST-ZIP | <input type="checkbox"/> Delete | TITLE NAME STREET ADDRESS CITY-ST-ZIP | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
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| TITLE NAME STREET ADDRESS CITY-ST-ZIP | <input type="checkbox"/> Delete | TITLE NAME STREET ADDRESS CITY-ST-ZIP | <input type="checkbox"/> Change <input type="checkbox"/> Addition |

11. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am a managing member or manager of the limited liability company or the receiver or trustee empowered to execute this report as required by Chapter 608, Florida Statutes.

SIGNATURE:

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING MANAGING MEMBER, MANAGER, OR AUTHORIZED REPRESENTATIVE

KEVIN J CALHOUN

Date

Daytime Phone #

4/30/04 561-394-0557

attached 24162438
mo3000003151

**LIST OF OFFICERS & MANAGERS FOR
SUN CAPITAL PARTNERS MANAGEMENT, LLC
(a Delaware limited liability company)**

March 22, 2004

The named individuals listed below are elected or appointed officers of the Company and each has held the office of the Company set forth opposite their name since December 12, 2003, unless indicated otherwise. The business address for the following Officers and Managers is 5200 Town Center Circle, Suite 470, Boca Raton, Florida 33486:

THE COMPANY IS MANAGED BY A BOARD OF MANAGERS.

| | |
|--|-----------------------------------|
| Manager/Co-Chairman of the Board, | |
| Co-CEO & Treasurer | Marc J. Leder |
| Manager/Co-Chairman of the Board, | |
| Co-CEO & Secretary | Rodger R. Krouse |
| Vice President: | Clarence E. Terry |
| Vice President | Kevin Calhoun |
| Vice President | David Kreilein |
| Vice President: | Jason Neimark |
| Vice President: | Lynn Skillen |
| Vice President: | Benjamin Emmons |
| Vice President: | T. Scott King |
| Vice President: | James D. Allen |
| Vice President: | Jason A. Leach |
| Vice President and Asst. Secretary: | C. Deryl Couch |
| Vice President and Asst. Secretary: | Phil Dougall |
| Vice President: | Steve Marble (since 1/1/04) |
| Vice President: | Michael Kalb |
| Vice President: | Michael Fieldstone (since 3/1/04) |
| Vice President: | Michael McConvery (since 1/26/04) |

The business address for the following Officers and Managers is 375 Park Avenue, Suite 1302, New York, NY 10152:

| | |
|--|-------------------------------|
| Vice President: | Ralph Lynch |
| Vice President: | Erik Swimmer |
| Vice President & Asst. Secretary: | Kevin Feinblum (since 3/1/04) |

The business address for the following Officers is 11111 Santa Monica Blvd., Suite 1050, Los Angeles, CA 90025:

| | |
|--|----------------|
| Vice President: | M. Steven Liff |
| Vice President & Asst. Secretary: | Matthew Garff |