

M10000002143

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

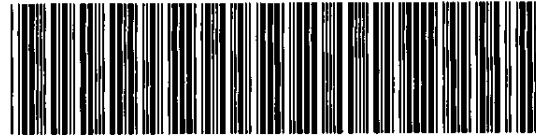
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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RECEIVED
10 MAY 11 PM 4:11
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED
10 MAY 11 AM 9:20
SECRETARY OF STATE
DIVISION OF CORPORATIONS

B. KOHR

MAY 12 2010

EXAMINER



CORPORATION SERVICE COMPANY

ACCOUNT NO. : I20000000195

REFERENCE : 379446 7567089

AUTHORIZATION :

Spudde man

COST LIMIT : \$ 125.00

FILED STATE
SECRETARY OF CORPORATIONS
10 MAY 11 AM 9:20

ORDER DATE : May 11, 2010

ORDER TIME : 3:41 PM

ORDER NO. : 379446-020

CUSTOMER NO: 7567089

FOREIGN FILINGS

NAME: HIGHPOINT SOLUTIONS, LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- XXX PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Matthew Young -- EXT# 2962

EXAMINER: _____

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO
TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN
LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. Highpoint Solutions, LLC

(Name of Foreign Limited Liability Company; must include "Limited Liability Company," "LLC," or "L.L.C.")

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the written consent of the managers or managing members adopting the alternate name. The alternate name must include "Limited Liability Company," "L.L.C.," "LLC.")

2. Delaware

(Jurisdiction under the law of which foreign limited liability company is organized)

3. 20-5090442

(FEI number, if applicable)

4. 04/25/2006

(Date of Organization)

5. perpetual

(Duration: Year limited liability company will cease to exist or "perpetual")

6. _____

(Date first transacted business in Florida, if prior to registration.)
(See sections 608.501 & 608.502 F.S. to determine penalty liability)

7. 1150 First Avenue, Suite 450, King of Prussia, PA 19406

(Street Address of Principal Office)

8. If limited liability company is a manager-managed company, check here

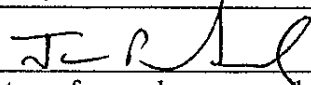
9. The name and usual business addresses of the managing members or managers are as follows:

See attached listing

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: _____

Provider of IT consulting services.


Signature of a member or an authorized representative of a member.
(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

James Dandy

Typed or printed name of signee

10 MAY 11 AM 9:20
SECRETARY OF CORPORATIONS
FLORIDA

MEMBERS AND MANAGERS OF HIGHPOINT SOLUTIONS, LLC

MEMBERS

Aecio Technology Group, Inc. – Member, 1150 First Avenue, Suite 450, King of Prussia, PA 19406

Kayne Anderson Private Investors II, LP – 1800 Avenue of the Stars, 2nd Floor, Los Angeles, CA 90067

Kayne Anderson Private Investors II (QP), LP - 1800 Avenue of the Stars, 2nd Floor, Los Angeles, CA 90067

MANAGERS

John Seitz, 1150 First Avenue, Suite 450, King of Prussia, PA 19406

Tom Clancy, 1150 First Avenue, Suite 450, King of Prussia, PA 19406

Taylor Beaupain, 1800 Avenue of the Stars, 2nd Floor, Los Angeles, CA 90067

Hasan Askall, 1800 Avenue of the Stars, 2nd Floor, Los Angeles, CA 90067

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

Highpoint Solutions, LLC

If name unavailable, the alternate name to be used in the state of Florida is:

2. The name and the Florida street address of the registered agent and office are:

Corporation Service Company

(Name)

1201 Hays Street

Florida Street Address (P.O. Box **NOT** ACCEPTABLE)

Tallahassee

FL

32301

City/State/Zip

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, Florida Statutes.

Corporation Service Company

BY: Michelle R. Wannon
(Signature)

\$ 100.00 Filing Fee for Application
\$ 25.00 Designation of Registered Agent
\$ 30.00 Certified Copy (optional)
\$ 5.00 Certificate of Status (optional)

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HIGHPOINT SOLUTIONS, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE ELEVENTH DAY OF MAY, A.D. 2010.

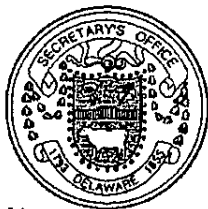
AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.

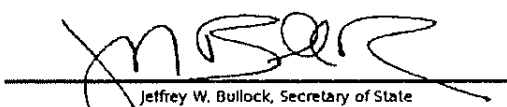
AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "HIGHPOINT SOLUTIONS, LLC" WAS FORMED ON THE TWENTY-FIFTH DAY OF APRIL, A.D. 2006.

4147902 8300

100491702

You may verify this certificate online
at corp.delaware.gov/authvor.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7985805

DATE: 05-11-10