



Secretary of State
Application for Registration
Foreign Limited Partnership (LP)

LP-5



For Office Use Only

-FILED-

File No.: 202464801954

Date Filed: 11/27/2024

Foreign Certificate of Good Standing is required.

Filing Fee - \$70.00

Certified Copy Fee (Optional) - \$5.00

Note: Registered LPs in California may have to pay minimum \$800 tax to the California Franchise Tax Board each year. For more information, go to <https://www.ftb.ca.gov/>.

Above Space For Office Use Only

1. Name of Foreign LP (Only enter an alternate name if the foreign LP name in Item 1a is not available in CA.)

1a. Enter the Exact Name of the Foreign LP (as listed on the Certificate of Good Standing.)

AEA Middle Market Debt Fund V LP

1b. Enter the Alternate Name to be Used in California, if required.

2. LP Jurisdiction (Ensure that the jurisdiction matches the attached Certificate of Good Standing.)

Jurisdiction (State, foreign country or place where this LP is formed.)

Delaware

3. Business Addresses (Enter the complete business addresses. Items 3a and 3b cannot be a P.O. Box or "in care of" an individual or entity.)

a. Street Address of Principal Office - Do not enter a P.O. Box

520 Madison Ave Fl 40

City (no abbreviations)

New York

State

NY

Zip Code

10022

b. Mailing Address of Principal Office, if different than Item 3a

City (no abbreviations)

State

Zip Code

c. Address of required office in Jurisdiction of Formation, if any

City (no abbreviations)

State

Zip Code

4. Service of Process (Must provide either Individual OR Corporation.)

INDIVIDUAL - Complete Items 4a and 4b only. Must include agent's full name and California street address.

a. California Agent's First Name (if agent is not a corporation)

Middle Name

Last Name

Suffix

b. Street Address (if agent is not a corporation) - Do not enter a P.O. Box

City (no abbreviations)

State

CA

Zip Code

CORPORATION - Complete Item 4c only. Only include the name of the registered agent Corporation.

c. California Registered Corporate Agent's Name (if agent is a corporation) - Do not complete Item 4a or 4b

C T Corporation System

5. General Partners (Enter the name and addresses of all the General Partners. Attach additional pages, if necessary.)

5a. General Partner's Name

(see schedule attached)

5b. General Partner's Address

City (no abbreviations)

State

Zip Code

6. Foreign Limited Liability Limited Partnership (Check this box only if applicable)

Check this box if the foreign limited partnership is a foreign limited liability limited partnership.

All attachments are part of this document. I declare that I am the person who signed this instrument, which is my act and deed. I further declare the information is true and correct, and I am authorized to sign.

(see schedule attached)

General Partner's Signature

Type or Print Name

Schedule A

Application for Registration - Foreign Limited Partnership (LP) LP-5

AEA Middle Market Debt Fund V LP

5. General Partners (names and addresses of General Partners)

5a. AEA Middle Market Debt V GP LP

5b. 520 Madison Ave Fl 40, New York, New York 10022

5a. AEA Middle Market Debt Management V GP LLC

5b. 520 Madison Ave Fl 40, New York, New York 10022


Signature of General Partners:

AEA Middle Market Debt Fund V LP

By: AEA Middle Market Debt V GP LP, its General Partner

By: AEA Middle Market Debt Management V GP LLC, its General Partner

By: Barbara L. Burns, Vice President



Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "AEA MIDDLE MARKET DEBT FUND V LP" 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 TWENTIETH DAY OF NOVEMBER, A.D. 2024.

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



7231950 8300

SR# 20244271107

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

A handwritten signature in black ink, appearing to read "JBULLOCK", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed in a small font.

Authentication: 204927787

Date: 11-20-24

B3178-6617 11/27/2024 5:00 PM Received by California Secretary of State