AMERIPATH INC Form SC 13G/A February 09, 2001

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

SCHEDULE 13G

UNDER THE SECURITIES EXCHANGE ACT OF 1934

(AMENDMENT NO. 4) *
Ameripath, Inc.
(Name of Issuer)
Common Stock, par value \$.01
(Title of Class of Securities)
03071D10
(CUSIP Number)
December 31, 2000
(Date of Event Which Requires Filing of this Statement)
Check the appropriate box to designate the rule pursuant to which this Schedule is filed:
[] Rule 13d-1(b)
[] Rule 13d-1(c)
[X] Rule 13d-1(d)
*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.
The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).
Page 1 of 31 pages
CUSIP NO. 03071D10 13G PAGE 2 OF 31 PAGES
1 NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

	Summit Ventures	Summit Ventures III, L.P					
2	CHECK THE APPRO	PRIATE BOX IF A MEMBER OF A GROUP	(a) [] (b) []				
3	SEC USE ONLY						
4		PLACE OF ORGANIZATION					
	Delaware limite	d partnership 					
		5 SOLE VOTING POWER					
		0 shares					
	NUMBER OF SHARES	6 SHARED VOTING POWER					
	BENEFICIALLY OWNED BY	0 shares					
	EACH REPORTING	7 SOLE DISPOSITIVE POWER					
	PERSON WITH	0 shares					
		8 SHARED DISPOSITIVE POWER	 R				
		0 shares					
9	AGGREGATE AMOUN	T BENEFICIALLY OWNED BY EACH REPO	 DRTING PERSON				
	0 shares						
10	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES *						
11	PERCENT OF CLAS	S REPRESENTED BY AMOUNT IN ROW (9)				
	0%						
12	TYPE OF REPORTI	NG PERSON *					
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1	NAMES OF REPORT I.R.S. IDENTIFI		FITIES ONLY)				
	Summit Partners	III, L.P					
2	CHECK THE APPRO	PRIATE BOX IF A MEMBER OF A GROUP	? * (a) []				

				(b) []
3	SEC USE ONLY			
4	CITIZENSHIP OR E	LACE O	F ORGANIZATION	
	Delaware limited	l partn	ership	
		5	SOLE VOTING POWER	
	NUMBER OF SHARES BENEFICIALLY OWNED BY		0 shares	
		6	SHARED VOTING POWER	
			0 shares	
	EACH REPORTING	7	SOLE DISPOSITIVE POWER	
	PERSON WITH		0 shares	
		8	SHARED DISPOSITIVE POWER	
			0 shares	
9	AGGREGATE AMOUNT	BENEF	CICIALLY OWNED BY EACH REPORTI	NG PERSON
	0 shares			
10	CHECK IF THE AGG	GREGATE	AMOUNT IN ROW (9) EXCLUDES C	ERTAIN SHARES *
11	PERCENT OF CLASS	REPRE	SENTED BY AMOUNT IN ROW (9)	
	0%			
12	TYPE OF REPORTIN	IG PERS	ON *	
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1		CATION	NOS. OF ABOVE PERSONS (ENTITI	ES ONLY)
2			BOX IF A MEMBER OF A GROUP *	(a) [] (b) []
3	SEC USE ONLY			

4 CITIZENSHIP OR PLACE OF ORGANIZATION

	5	COLD TIOMENIC DOLLED	
		SOLE VOTING POWER	
NIIMRED OF		0 shares	
SHARES	6	SHARED VOTING POWE	ER .
OWNED BY		0 shares	
REPORTING	7		
WITH		0 shares	
	8	SHARED DISPOSITIVE	POWER
		0 shares	
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TYPE OF REPORT	ING PERS		
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			S (ENTITIES ONLY)
Stamps, Woodsur	m & Co.	III	
CHECK THE APPRO	OPRIATE	BOX IF A MEMBER OF A	A GROUP *
			(a) [] (b) []
CITIZENSHIP OR	PLACE C		
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		0 shares			
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	WITH	0 shares			
		8 SHARED DIS	SPOSITIVE POWER		
		0 shares			
9	AGGREGATE AMOUNT	BENEFICIALLY OWNE	ED BY EACH REPORT	ING PERSON	
	0 shares				
10	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES *				
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12	TYPE OF REPORTIN	G PERSON *			
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1	NAMES OF REPORTI	NG PERSONS ATION NOS. OF ABOV	/E PERSONS (ENTIT	TIES ONLY)	
	Summit Subordina	ted Debt Fund, L.B	o		
2	CHECK THE APPROP	RIATE BOX IF A MEN	IBER OF A GROUP ^	(a) []	
				(b) []	
3	SEC USE ONL				
4		 LACE OF ORGANIZATI	 ION		
	Delaware limited	partnership			
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			NG FUWER		
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OWNED BY EACH			0 shares	
	REPORTING	7	SOLE DISPOSITIVE POWER	
	PERSON WITH		0 shares	
		8	SHARED DISPOSITIVE POWER	
			0 shares	
9	AGGREGATE AMOUNT E	BENEF	ICIALLY OWNED BY EACH REPORTIN	IG PERSON
	0 shares			
10	CHECK IF THE AGGRE	EGATE	AMOUNT IN ROW (9) EXCLUDES CE	CRTAIN SHARES *
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			Page 6 of 31 pages	
CUSIP	NO. 03071D10		13G	PAGE 7 OF 31 PAGES
1			SONS NOS. OF ABOVE PERSONS (ENTITIE	S ONLY)
	Summit Partners SD), L.E	· 	
2	CHECK THE APPROPRI	ATE E	BOX IF A MEMBER OF A GROUP *	(a) []
				(b) []
3	SEC USE ONLY			
4	CITIZENSHIP OR PLA	ACE OF	F ORGANIZATION	
	Delaware limited p	partne	ership	
		5	SOLE VOTING POWER	
			0 shares	
	NUMBER OF SHARES BENEFICIALLY	6	SHARED VOTING POWER	
	OWNED BY EACH		0 shares	
	REPORTING PERSON	7	SOLE DISPOSITIVE POWER	
	WITH		0 shares	

		8	SHARED DISPOSITIVE POWER			
			0 shares			
9	AGGREGATE AMOUNT B	ENEFI	CIALLY OWNED BY EACH REPORTI	NG PERS	SON	
	0 shares					
10	CHECK IF THE AGGRE	GATE .	AMOUNT IN ROW (9) EXCLUDES C	ERTAIN	SHARES	*
11	PERCENT OF CLASS R	EPRES:	ENTED BY AMOUNT IN ROW (9)			
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12	TYPE OF REPORTING	PERSO	N *			
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CUSIP N	NO. 03071D10		13G	PAGE	8 OF 3	 1 PAGES
1			ONS OS. OF ABOVE PERSONS (ENTITI	ES ONLY	 Y)	=====
	E. Roe Stamps, IV					
2	CHECK THE APPROPRI	ATE B	OX IF A MEMBER OF A GROUP *	(a) (b)	[] []	
3	SEC USE ONLY					
4	CITIZENSHIP OR PLA	CE OF	ORGANIZATION			
	United States					
		5	SOLE VOTING POWER			
			0 shares			
	NUMBER OF SHARES	6	SHARED VOTING POWER			
E	BENEFICIALLY OWNED BY		0 shares			
	EACH REPORTING	7	SOLE DISPOSITIVE POWER			
	PERSON WITH		0 shares			
		8	SHARED DISPOSITIVE POWER			
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			J JHALCO			

9	AGGREGATE AMOUN	T BENEFICIALLY OWNED BY EACH REPORTI	NG PERSON		
	0 shares				
10	CHECK IF THE AG	GREGATE AMOUNT IN ROW (9) EXCLUDES C	CERTAIN SHARES *		
11	PERCENT OF CLAS	S REPRESENTED BY AMOUNT IN ROW (9)			
	0%				
12	TYPE OF REPORTI	NG PERSON *			
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	*	SEE INSTRUCTIONS BEFORE FILLING OUT			
		Page 8 of 31 pages			
CUSIP	NO. 03071D10	13G	PAGE 9 OF 31 PAGES		
1		ING PERSONS CATION NOS. OF ABOVE PERSONS (ENTITI	ES ONLY)		
	Stephen G. Woodsum				
2	CHECK THE APPRO	PRIATE BOX IF A MEMBER OF A GROUP *			
			(a) [] (b) []		
3	SEC USE ONLY				
		PLACE OF ORGANIZATION			
4	CITIZENSHIP OR				
4	CITIZENSHIP OR United States				
4		5 SOLE VOTING POWER			
4	United States	5 SOLE VOTING POWER 0 shares			
4	United States NUMBER OF SHARES				
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11	PERCENT OF CLAS	S REPRESENTED BY AMOUNT IN ROW (9)	
	0%		
12	TYPE OF REPORTI	NG PERSON *	
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	*	SEE INSTRUCTIONS BEFORE FILLING OUT	
		Page 9 of 31 pages	
CUSIP	 NO. 03071D10	13G	PAGE 10 OF 31 PAGES
1		CATION NOS. OF ABOVE PERSONS (ENTITIE	S ONLY)
	Gregory M. Avis		
2	CHECK THE APPRO	PRIATE BOX IF A MEMBER OF A GROUP *	(a) [] (b) []
3	SEC USE ONLY		
4	CITIZENSHIP OR United States	PLACE OF ORGANIZATION	
		5 SOLE VOTING POWER	
		0 shares	
	NUMBER OF SHARES	6 SHARED VOTING POWER	
	BENEFICIALLY OWNED BY	0 shares	
	EACH REPORTING	7 SOLE DISPOSITIVE POWER	
	PERSON WITH	0 shares	
		8 SHARED DISPOSITIVE POWER	
		0 shares	
9	AGGREGATE AMOUN	T BENEFICIALLY OWNED BY EACH REPORTIN	IG PERSON
	0 shares		
10	CHECK IF THE AG	GREGATE AMOUNT IN ROW (9) EXCLUDES CE	RTAIN SHARES *
11	PERCENT OF CLAS	S REPRESENTED BY AMOUNT IN ROW (9)	

0%

Page CUSIP NO. 03071D10 NAMES OF REPORTING PERSONS	ONS BEFORE FILLING OUT 10 of 31 pages 13G PAGE 11 OF 31 PAGES PAGE 11 OF 31 PAGES OF ABOVE PERSONS (ENTITIES ONLY)
*SEE INSTRUCTION Page CUSIP NO. 03071D10 1 NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. COMMERTING J. Mannion 2 CHECK THE APPROPRIATE BOX IF	10 of 31 pages 13G PAGE 11 OF 31 PAGES
CUSIP NO. 03071D10 1 NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. COMMERCE MARTIN J. Mannion 2 CHECK THE APPROPRIATE BOX IF	13G PAGE 11 OF 31 PAGES
1 NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. O Martin J. Mannion 2 CHECK THE APPROPRIATE BOX IF	
1 NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. O Martin J. Mannion 2 CHECK THE APPROPRIATE BOX IF	
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I.R.S. IDENTIFICATION NOS. O Martin J. Mannion 2 CHECK THE APPROPRIATE BOX IF 3 SEC USE ONLY	F ABOVE PERSONS (ENTITIES ONLY)
2 CHECK THE APPROPRIATE BOX IF 3 SEC USE ONLY	
3 SEC USE ONLY	
	(a) [] (b) []
4 CITIZENSHIP OR PLACE OF ORGA	
	NIZATION
United States	
5 SOLE	VOTING POWER
	ares
	ED VOTING POWER
BENEFICIALLY OWNED BY 0 sh	ares
	DISPOSITIVE POWER
PERSON WITH 0 sh	ares
8 SHAF	RED DISPOSITIVE POWER
0 sh	ares
9 AGGREGATE AMOUNT BENEFICIALI	Y OWNED BY EACH REPORTING PERSON
0 shares	
10 CHECK IF THE AGGREGATE AMOUN	IT IN ROW (9) EXCLUDES CERTAIN SHARES *
11 PERCENT OF CLASS REPRESENTED	BY AMOUNT IN ROW (9)
0%	
12 TYPE OF REPORTING PERSON *	
IN	

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CUSIP	NO. 03071D10	13G	PAGE 12 OF 31 PAGES	
1	NAMES OF REPORTING	PERSONS ION NOS. OF ABOVE PERSONS (ENTITI	ES ONLY)	
	Bruce R. Evans			
2	CHECK THE APPROPR	ATE BOX IF A MEMBER OF A GROUP *	(a) [] (b) []	
3	SEC USE ONLY			
4	CITIZENSHIP OR PL	CE OF ORGANIZATION		
	United States			
		5 SOLE VOTING POWER		
	NUMBER OF	0 shares		
	NUMBER OF SHARES	6 SHARED VOTING POWER		
	BENEFICIALLY OWNED BY	0 shares		
	EACH REPORTING	7 SOLE DISPOSITIVE POWER		
	PERSON WITH	0 shares		
		8 SHARED DISPOSITIVE POWER		
		0 shares		
9	AGGREGATE AMOUNT	ENEFICIALLY OWNED BY EACH REPORTI	NG PERSON	
	0 shares			
10	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES *			
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)			
	0%			
12	TYPE OF REPORTING			
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CUSTP	NO. 03071D10	13G	PAGE 13 OF 31 PAGES
1	NAMES OF REPORTI	NG PERSONS ATION NOS. OF ABOVE PERSONS (ENTITI	ES ONLY)
	Thomas S. Robert	5	
2	CHECK THE APPROP	RIATE BOX IF A MEMBER OF A GROUP *	(a) [] (b) []
3	SEC USE ONLY		
4	CITIZENSHIP OR P	LACE OF ORGANIZATION	
	United States		
		5 SOLE VOTING POWER	
	NUMBER OF	0 shares	
	SHARES BENEFICIALLY	6 SHARED VOTING POWER	
	OWNED BY EACH	0 shares	
	REPORTING PERSON	7 SOLE DISPOSITIVE POWER	
	WITH	0 shares	
		8 SHARED DISPOSITIVE POWER	
		0 shares	
9	AGGREGATE AMOUNT	BENEFICIALLY OWNED BY EACH REPORTI	NG PERSON
	0 shares		
10	CHECK IF THE AGG	REGATE AMOUNT IN ROW (9) EXCLUDES C	
11	PERCENT OF CLASS	REPRESENTED BY AMOUNT IN ROW (9)	
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12	TYPE OF REPORTIN	G PERSON *	
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1	NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)					
	Walter G. Kortschak					
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP * (a) [] (b) []					
3	SEC USE ON	ILY				
4	CITIZENSHI	P OR PLACE C	F ORGANIZATION			
	United Sta	ites 				
		5	SOLE VOTING POWER			
	NUMBER OF		0 shares			
	SHARES BENEFICIALLY		SHARED VOTING POWER			
	OWNED BY EACH		0 shares			
	REPORTING PERSON	7	SOLE DISPOSITIVE POWER			
	WITH		0 shares			
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			0 shares			
9	AGGREGATE	AMOUNT BENEF	CICIALLY OWNED BY EACH REPORTING	IG PERSON		
	0 shares					
10	CHECK IF T	`HE AGGREGATE	: AMOUNT IN ROW (9) EXCLUDES CE	ERTAIN SHARES *		
11	PERCENT OF	' CLASS REPRE	SENTED BY AMOUNT IN ROW (9)			
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			Page 14 of 31 pages			
CUSIP	NO. 030	71D10	13G	PAGE 15 OF 31 PAGES		
Item	1(a).	NAME OF ISSU	JER: Ameripath, Inc.			
Item	` '		SSUER'S PRINCIPAL EXECUTIVE OF Road, Suite 200, Riviera Beach			
Item 2(a). NAMES OF PERSONS FILING: Summit Ventures III, L.P., Summit				III, L.P., Summit		

Partners III, L.P., Summit Investors II, L.P., Stamps, Woodsum & Co. III, Summit Subordinated Debt Fund, L.P., Summit Partners SD, L.P. and Messrs. E. Roe Stamps, IV, Stephen G. Woodsum, Gregory M. Avis, Martin J. Mannion, Bruce R. Evans, Thomas S. Roberts, and Walter G. Kortschak.

Summit Partners III, L.P. is the sole general partner of Summit Ventures III, L.P. Stamps, Woodsum & Co. III is the sole general partner of Summit Partners III, L.P. Summit Partners SD, L.P. is the sole general partner of Summit Subordinated Debt Fund, L.P. Stamps, Woodsum & Co. III is the sole general partner of Summit Partners SD, L.P. Messrs. Stamps, Woodsum, Avis, Mannion, Evans, Roberts and Kortschak are individual general partners of Stamps, Woodsum & Co. III and Summit Investors II, L.P.

- Item 2(b). ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE:
 The address of the principal business office of Summit
 Ventures III, L.P., Summit Partners III, L.P., Summit
 Investors II, L.P., Stamps, Woodsum & Co. III, Summit
 Subordinated Debt Fund, L.P., Summit Partners SD, L.P. and
 Messrs. Stamps, Woodsum, Mannion, Evans, and Roberts is Summit
 Partners, 600 Atlantic Avenue, Boston, Massachusetts 02210.
 The address of the principal business office of Messrs. Avis
 and Kortschak is Summit Partners, 499 Hamilton Avenue, Palo
 Alto, California 94301.
- Item 2(c).

 CITIZENSHIP: Each of Summit Ventures III, L.P., Summit

 Partners III, L.P., Summit Investors II, L.P., Summit

 Subordinated Debt Fund, L.P. and Summit Partners SD, L.P. is a

 limited partnership organized under the laws of the State of

 Delaware. Stamps, Woodsum & Co. III is a general partnership

 organized under the laws of the Commonwealth of Massachusetts.

 Each of Messrs. Stamps, Woodsum, Avis, Mannion, Evans,

 Roberts, and Kortschak is a United States citizen.
- Item 2(d). TITLE OF CLASS OF SECURITIES: Common Stock, \$.01 par value.
- Item 2(e). CUSIP NUMBER:03071D10
- Item 3. IF THIS STATEMENT IS FILED PURSUANT TO RULES 13D-1(B), OR 13D-2(B), CHECK WHETHER THE PERSON FILING IS A:

Not Applicable.

Item 4. OWNERSHIP.

Not Applicable.

Item 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS.

ALL OTHER ITEMS REPORTED ON THE SCHEDULE 13G FILED ON FEBRUARY 14, 2000 ON BEHALF OF THE REPORTING PERSONS WITH RESPECT TO THE COMMON STOCK OF AMERIPATH, INC. REMAIN UNCHANGED.

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SIGNATURES

After reasonable inquiry and to the best of our knowledge and belief, we certify that the information set forth in this statement is true, complete and correct. We also hereby agree to file this statement jointly pursuant to the Agreement listed on Exhibit 1 hereto.

Dated	: February 9	, 2001.				
SUMMI	T VENTURES II	I, L.P.			SUBORDINATED DE	3T
Ву:	Summit Partn	ers III, L.P.		FUND, L.P. By: Summit Partners SD, L.P.		
Ву:	Stamps, Wood	lsum & Co. III		By: Stam	mps, Woodsum & (Co. III
	By: E. Roe St	* amps, IV			pe Stamps, IV	
	General P	artner		SIIMMIT F	PARTNERS SD, L.I	p
SUMMI	T INVESTORS I	I, L.P.			nps, Woodsum & (
ву:		*		Ву:	*	
		ral Partner		E. Ro	pe Stamps, IV ral Partner	
SUMMI	T PARTNERS II	I, L.P.		STAMPS,	WOODSUM & CO.	III
Ву:	Stamps, Wood	lsum & Co. III				
	Ву:	*		By:	*	
	E. Roe St General P	amps, IV		E. Ro	pe Stamps, IV ral Partner	
		P	age 16 of 31	pages		
 CUSIP	NO. 030		13G		PAGE 17	OF 31 PAGES
					*	
				Walte	er G. Kortschak	
					*	
				E. Ro	oe Stamps, IV	
					*	

Stephen G. Woodsum

				OI eg	OLY II. AVIS	
					*	
				Mart	in J. Mannion	
					*	
				Bruce	e R. Evans	
					*	
				Thoma	as S. Roberts	
				*By:	/s/ Thomas F	. Farb
					Thomas F. I	
Attor	suant to Powers ney are incorpo ttached hereto	rated herein by				
		Page	e 17 of 31 pag	es		
CUSIP	NO. 03071	 D10	13G		 PAGE :	 18 OF 31 PAGES
						Exhibit 1
			AGREEMENT			
requi	Pursuant to Ru ndersigned here red by Schedule ndersigned of s	13G need be fi	only one state iled with resp	ment o	containing the	e information
which	This agreement shall be deeme	may be executed an original.	ed in any numb	er of	counterparts,	, each of
	EXECUTED this	9th day of Febr	cuary, 2001.			
SUMMI'	T VENTURES III,	L.P.		SUMI	MIT PARTNERS S	SD, L.P.
Ву:	Summit Partner	s III, L.P.		Ву:	Stamps, Woods	sum & Co. III
Ву:	Stamps, Woodsu	m & Co. III				
				By:	*	
	By:				E. Roe Stamps,	
	E. Roe Stam	 ns. TV		(General Partne	er

General Partner

SUMMI	T INVESTORS II, L.P.		SUMMIT PARTNERS III, L.P.
			By: Stamps, Woodsum & Co. III
By:	*		By: *
	General Partner		E. Roe Stamps, IV General Partner
SUMMI FUND,	T SUBORDINATED DEBT		STAMPS, WOODSUM & CO. III
ву:	Summit Partners SD, L	.P	By: *
Ву:	Stamps, Woodsum & Co.	III	E. Roe Stamps, IV General Partner
	By: *		
	E. Roe Stamps, IV General Partner		
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			*
			E. Roe Stamps, IV
			*
			Stephen G. Woodsum
			*
			Gregory M. Axis
			*
			Martin J. Mannion
			*
			Bruce R. Evans
			*
			Walter G. Kortschak
			*

Thomas S. Roberts

*By: /s/ Thomas F. Farb
----Thomas F. Farb
Attorney-in-Fact

* Pursuant to Powers of Attorney on file with the Commission, which Powers of Attorney are incorporated herein by reference. Copies of such Powers of Attorney are attached hereto as Exhibit 2.

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Exhibit 2

POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS, that each person whose signature appears below hereby constitutes and appoints each and any of E. Roe Stamps, IV, Stephen G. Woodsum, Gregory M. Avis, Walter G. Kortschak and Thomas F. Farb his true and lawful attorney-in-fact and agent, with full power of substitution and resubstitution, for him and in his name, place and stead, in any and all capacities (until revoked in writing) to sign any and all instruments, certificates and documents required to be executed on behalf of himself individually or on behalf of each or any of Summit Ventures, L.P., SP (1984), L.P. (f/k/a Summit Partners, L.P.), Stamps, Woodsum & Co., Summit Partners' Holdings, L.P., Summit Ventures II, L.P., Summit Partners II, L.P., Stamps, Woodsum & Co. II, SV Eurofund C.V., SV International, L.P., Summit Investors, L.P., Summit Investors II, L.P., Summit Investors III, L.P., Summit Ventures III, L.P., Summit Partners III, L.P., Stamps, Woodsum & Co. III, Summit Ventures IV, L.P., Summit Partners IV, L.P., Stamps, Woodsum & Co., IV, Summit Subordinated Debt Fund, L.P., Summit Partners SD, L.P., Summit E-Tek Holdings, LLC, SW Management Corp., Summit Partners, L.P., Summit Master Company, LLC, Summit Subordinated Debt Fund II, L.P., Summit Partners SD II, LLC, Summit Ventures V, L.P., Summit Partners V, L.P., Summit Partners, LLC, Summit V Advisors Fund, L.P., Summit V Advisors Fund (QP), L.P. and Summit V Companion Fund, L.P., pursuant to sections 13 and 16 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), and any and all regulations promulgated thereunder, and to file the same, with all exhibits thereto, and any other documents in connection therewith, with the Securities and Exchange Commission, and with any other entity when and if such is mandated by the Exchange Act or by the By-laws of the National Association of Securities Dealers, granting unto said attorney-in-fact and agent full power and authority to do and perform each and every act and thing requisite and necessary fully to all intents and purposes as she might or could do in person thereby ratifying and confirming all that said attorney-in-fact and agent, or her substitute or substitutes, may lawfully do or cause to be done by virtue hereof.

Page 20 of 31 pages

CUSIP NO. 03071D10 13G PAGE 21 OF 31 PAGES

IN WITNESS WHEREOF, this Power of Attor 7th day of February, 2000.	rney has been signed as of the
	/s/ E. Roe Stamps, IV
	E. Roe Stamps, IV
Commonwealth of Massachusetts)) ss:	
County of Suffolk)	
On this 7th day of February, 2000, before Stamps, IV, known to me to be the person describe foregoing instrument that he acknowledged that he	ped and who executed the
[Notary Seal]	/s/ Cynthia R. Freedman
	Notary Public
	My Commission expires: October 20, 2000
Page 21 of 31 pag	ges
CUSIP NO. 03071D10 13G	PAGE 22 OF 31 PAGES
IN WITNESS WHEREOF, this Power of Attor 7th day of February, 2000.	rney has been signed as of the
	/s/ Stephen G. Woodsum
	Stephen G. Woodsum
Commonwealth of Massachusetts)	
) ss: County of Suffolk)	
On this 7th day of February, 2000, before Woodsum, known to me to be the person described instrument that he acknowledged that he executed	and who executed the foregoing
	the same.
[Notary Seal]	tile Same.
[Notary Seal]	/s/ Cynthia R. Freedman
[Notary Seal]	

My Commission expires:

October 20, 2000

Page	22	of	31	pages
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CUSIP NO.	03071D10	13G	PAGE 23 OF 31 PAGES
	WITNESS WHEREOF, the	nis Power of Attor	eney has been signed as of the
			/s/ Martin J. Mannion
			Martin J. Mannion
Commonwealth	of Massachusetts)) ss:	
County of Su	ıffolk)	
Mannion, kno		person described	re me personally came Martin J. and who executed the foregoing the same.
[Notary Seal	.]		
			/s/ Cynthia R. Freedman
			Notary Public
			My Commission expires: October 20, 2000
		Page 23 of 31 pag	res
CUSIP NO.	03071D10	13G	PAGE 24 OF 31 PAGES
	WITNESS WHEREOF, the	nis Power of Attor	ney has been signed as of the
			/s/ Gregory M. Avis
			Gregory M. Avis
State of Cal	ifornia)	
County of Sa	nta Clara) ss)	: -
On	this 8th day of Feb	oruary, 2000, befo	re me personally came Gregory M.

Avis, known to me to be the person described and who executed the foregoing

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instrument th	at he acknowledg	ged that 1	he executed	the same.	
[Notary Seal]					
				/s/ Cynthia	R. Freedman
				Notary Publ	ic
				My Commission October 20,	2000
		Page 2	4 of 31 pag	es	
CUSIP NO.	03071D10 		13G		PAGE 25 OF 31 PAGES
IN W 7th day of Fe		this Pow	er of Attor	ney has been	signed as of the
				/s/ Thomas	S. Roberts
				Thomas S. Ro	oberts
Commonwealth	of Massachusetts		ss:		
County of Suf	folk)			
Roberts, know		e person	described	and who exect	ally came Thomas S. uted the foregoing
[Notary Seal]					
				/s/ Cynthia	R. Freedman
				Notary Publ	ic
				My Commission October 20,	2000
		Page 2	5 of 31 pag	es	
CUSIP NO.	03071D10		13G		PAGE 26 OF 31 PAGES
IN W	ITNESS WHEREOF,	this Pow	er of Attor	ney has been	signed as of the

/s/ Bruce R. Evans

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Bruce R. Evans

			Brace II. Evano
Commonwealth	of Massachusetts)	
County of Su	ffolk) ss:)	
Evans, known		son described a	fore me personally came Bruce R. and who executed the foregoing ed the same.
[Notary Seal]]		
			/s/ Cynthia R. Freedman
			Notary Public
			My Commission expires: October 20, 2000
	Р	age 26 of 31 pa	ages
CUSIP NO.	03071D10 	13G	PAGE 27 OF 31 PAGE
	WITNESS WHEREOF, thi ebruary, 2000.	s Power of Atto	orney has been signed as of the
			Walter G. Kortschak
State of Cal:	ifornia)) s	ss:
County of San	nta Clara)	
Kortschak, kı		person describ	fore me personally came Walter G oed and who executed the foregoin ed the same.
[Notary Seal]		
			/s/ Cynthia R. Freedman
			Notary Public
			My Commission expires: October 20, 2000
	Р	age 27 of 31 pa	ages
CUSIP NO.	03071D10	13G	PAGE 28 OF 31 PAGI

IN WITNESS WHEREOF, this 17th day of February, 2000.		3
		/s/ Joseph F. Trustey
		Joseph F. Trustey
Commonwealth of Massachusetts)) ss:	
County of Suffolk)	
On this 7th day of Februar Trustey, known to me to be the pers instrument that he acknowledged that	son described	
[Notary Seal]		
		/s/ Cynthia R. Freedman
		Notary Public
		My Commission expires: October 20, 2000
Page	e 28 of 31 pa	200
	13G	
IN WITNESS WHEREOF, this I		PAGE 29 OF 31 PAGE:
IN WITNESS WHEREOF, this I		PAGE 29 OF 31 PAGE: orney has been signed as of the
IN WITNESS WHEREOF, this In The day of February, 2000. Commonwealth of Massachusetts		PAGE 29 OF 31 PAGE orney has been signed as of the /s/ Kevin P. Mohan
IN WITNESS WHEREOF, this In The day of February, 2000. Commonwealth of Massachusetts County of Suffolk	Power of Atto)) ss:) ry, 2000, bein described a	PAGE 29 OF 31 PAGE:
IN WITNESS WHEREOF, this In 7th day of February, 2000. Commonwealth of Massachusetts County of Suffolk On this 7th day of February Mohan, known to me to be the person	Power of Atto)) ss:) ry, 2000, bein described a	PAGE 29 OF 31 PAGE:
IN WITNESS WHEREOF, this In 7th day of February, 2000. Commonwealth of Massachusetts County of Suffolk On this 7th day of February Mohan, known to me to be the person instrument that he acknowledged that	Power of Atto)) ss:) ry, 2000, bein described a	PAGE 29 OF 31 PAGE:
IN WITNESS WHEREOF, this In 7th day of February, 2000. Commonwealth of Massachusetts County of Suffolk On this 7th day of February Mohan, known to me to be the person instrument that he acknowledged that	Power of Atto)) ss:) ry, 2000, bein described a	PAGE 29 OF 31 PAGE: orney has been signed as of the /s/ Kevin P. Mohan Kevin P. Mohan Kevin P. Mohan fore me personally came Kevin P. and who executed the foregoing ed the same.

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CUSIP NO.	03071D10	13G		PAGE 30 OF 31 PAGES
	WITNESS WHEREOF, thi	s Power of Atto	rney has been	signed as of the
			/s/ Peter Y	. Chung
			Peter Y. Ch	
Commonwealth	of Massachusetts)) ss:		
County of Su	ffolk)		
Chung, known	this 8th day of Febr to me to be the per hat he acknowledged	son described a	nd who execut	
[Notary Seal]			
			/s/ Cynthia	R. Freedman
			Notary Publ	ic
			My Commissi	
			October 20,	2000
	P	age 30 of 31 pa	ges	
CUSIP NO.	03071D10	13G		PAGE 31 OF 31 PAGES
	WITNESS WHEREOF, thi	s Power of Atto	rney has been /s/ Thomas	
			Thomas F. F	 arb
Commonwealth	of Massachusetts)		
County of Su	ffolk) ss:		
On Farb, known instrument t	this 7th day of Febr to me to be the pers hat he acknowledged	on described and	d who execute	
[Notary Seal	1		/a/ C····+ h-: -	D. Froedman
				R. Freedman
			Notary Publ	ic

My Commission expires: October 20, 2000

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