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CERTIFICATE OF LIMITED PARTNERSHIP

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1. BAYROCK NEWELMAC LTD.
(Name of Limited Partnership; must contain a suffix such as "Limited", "Ltd.", or "Limited Partnership")
2. 725 5th Ave, 24th Fl, New York, NY
(Business address of Limited Partnership)
3. RON KIRISS
(Name of Registered Agent for Service of Process)
4. 1 SE 3rd Ave, 27th Fl, Miami 33131
(Florida street address for Registered Agent)
5. X Ron Kiriss
(Registered Agent must sign here to accept designation as Registered Agent for Service of Process)
6. 725 5th Ave, 24th Fl, New York, NY 10022
(Mailing Address of the Limited Partnership)

7. The latest date upon which the Limited Partnership is to be dissolved is: Perpetual
8. Name(s) of general partner(s): _____ Street address: _____

<u>BAYROCK GP LLC</u>	<u>725 5th Ave, 24th Fl</u>
_____	<u>New York, NY 10022</u>
_____	_____

Under penalties of perjury I (we) declare that I (we) have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Signed this 27 day of MAY, 2004.

Signature of all general partners:

by: Jody Kiriss
General Partner
JODY L. KIRISS
General Partner
BAYROCK GP LLC
SECRETARY
General Partner

General Partner

General Partner

General Partner

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS
FOR FLORIDA LIMITED PARTNERSHIP**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned constituting all of the general partners of BAYROCK NEWEL MAC Ld.

a Florida Limited Partnership, certify:

The amount of capital contributions to date of the limited partners is \$ 100.

The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$ 100.

Signed this 27 day of MAY, 2004.

FURTHER AFFIANT SAYETH NOT.

Under the penalties of perjury I (we) declare that I (we) have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Jody K
by Jody L Keiss
General Partner

Laurel G Lile
secretary
General Partner

General Partner

General Partner

General Partner

General Partner