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CERTIFICATE OF DISSOLUTION FOR REGIONAL CAPITAL FUND, LLLP

Pursuant to the provisions of Section 620.1203, Florida Statutes, REGIONAL CAPITAL FUND, LLLP, a Florida limited liability limited partnership, whose certificate was filed with the Florida Department of State on September 23, 2004, assigned Florida document number A04000001516, hereby submits this Certificate of Dissolution.

FIRST: Reason for Dissolution:

Business affairs of the Partnership have been wound up and completed.

SECOND: No Notice of Dissolution is attached.

THIRD: Effective or Dissolution date is the date of filing this Certificate.

Signature of the general partner or the person appointed pursuant to S. 620.1803(3) or (4), F.S. is

affixed hereto.

ROBERT R. DEISON

Filing Fee:

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