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LAW OFFICES Reichstein and Lapat

an association of individual attorneys

3300 University Drive Suite 311 Coral Springs, Florida 33065 (954) 345-6442 (954) 344-0288 (Fax)

Please Reply to Florida Office

221 North La Salle Street Suite 1137 Chicago, Illinois 60601 (312) 425-2900 (312) 425-2901(Fax)

April 21,2008

Michael Lapat admitted to Practice in: Florida, Illinois & New York mlapat@nysbar.com

> Florida Secretary of State Division of Corporations Clifton Building 2661 Executive Center Circle Tallahassee, FL 32301

RE: NAKANO CAPITAL PARTNERS, L.P.

Including Certified Copy of L.P. \$1,052.50

NAKANO CAPITAL MANAGEMENT, LLC

Including Certified Copy of LLC \$155.00

NAKANO CAPITAL ADVISORS, LLC

Including Certified Copy of LLC \$155.00

\$1362.50

Dear Sir or Madam,

Please find enclosed herewith entity formation documents for the above-referenced entities. Accompanying these submissions is a **check in the sum of \$1362.50** representing the filing fees for these formations.

Please file the foregoing as appropriate and return to this office file-stamped/certified copies of same as receipt thereof.

Regards,

ih

enclosure

Julie Hancock

COVER LETTER

TO: Registration Section Division of Corporations	
SUBJECT: NAKANO CAPITAL PARTNEI	RS, L.P.
(Name of Florida Limited Partnership or Limited I	Liability Limited Partnership)
The enclosed Certificate of Limited Partnership and fe	ees are submitted for filing.
Please return all correspondence concerning this matter	er to:
JULIE HANCOCK	
(Contact Person)	
LAW OFFICES OF MICHAEL LAPAT	
(Firm/Company)	
3300 UNIVERSITY DRIVE SUITE 311	
(Address)	
CORAL SPRINGS FL 33065	
(City, State and Zip Code)	
For further information concerning this matter, please	call:
JULIE HANCOCK at (95	4) 345-6442
(Name of Contact Person) (Are	a Code and Daytime Telephone Number)
Enclosed is a check for the following amount:	
\$1,000.00 Filing Fees \$\sum \$1,008.75 Filing Fees \$\sum \$1,052.5\$ (\$965 Filing Fee and \$35 Registered Agent Fee) \$\$\sum \$	
Registration Section Division of Corporations Clifton Building Registration Section P	MAILING ADDRESS: Registration Section Division of Corporations P. O. Box 6327 Callahassee, FL 32314

CR2E030 (01/06)

CERTIFICATE OF LIMITED PARTNERSHIP FOR FLORIDA LIMITED PARTNERSHIP OR LIMITED LIABILITY LIMITED PARTNERSHIP

NAKANO CAPITAL PARTNERS, L.P. (Name of Limited Partnership or Limited Liability Limited Partnership, which must include suffix) Acceptable Limited Partnership suffixes: Limited Partnership. Limited, L.P., LP, or Ltd. Acceptable Limited Liability Limited Partnership suffixes: Limited Liability Limited Partnership, L.L.L.P. or LLLP.

2. 1400 GULFSHORE BLVD NORTH, SUITE 142	
(Street address of initial designated office)	
NAPLES FL 34102	ASE OF THE
3. BLAYNE DAVIS	R 30 HAS
(Name of Registered Agent for Service of Process)	SEX P
4. 1400 GULFSHORE BLVD NORTH, SUITE 142	Frs Frs
(Florida street address for Registered Agent)	ORD -
NAPLES FL 34102	DA W

5. 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the officiations of my position as registered agent.

Signature of Registered Agent

_{6.} 1400 GULFSHORE BLVD NORTH, SUITE 142

(Mailing address of initial designated office)

NAPLES FL 34102

7. If limited partnership elects to be a limited liability limited partnership, check box

8. Name and business address of each general Name:	eral partner: Business Address:	
NAKANO CAPITAL MANAGEMENT, LLC	1400 GULFSHORE BLVD NORTH, SUITE 142	
L08-43557	NAPLES FL 34102	
	SECRETARY SECRETARY SECRETARY	
	PH 2: 13	
9. Effective date, if other than the date of filing:		
filed by the Florida Department of State.)	than 90 days after the date the document is	
Signed this	2008	
Signature of each general partner:	BLAYNE DAVIS, MANAGER OF GENERAL PARTNER NAKANO CAPITAL MANAGEMENT, LLC	
Certified Copy (optional): \$52.5 Certificate of Status (optional): \$8.75	0.00 (\$965 Filing Fee and \$35 Registered Agent Fee) 0 e 2 of 2	