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TALLAHASSEE, FLORIDA

T. HAMPTON

JUN 12 2008

EXAMINER

**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** Nakano Capital Partners, LP  
(Name of Limited Partnership or Limited Liability Limited Partnership)

**DOCUMENT NUMBER:** A08000000482

The enclosed Statement of Change of Registered Office and/or Registered Agent and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to:

Blayne S. Davis  
(Contact Person)

Nakano Capital Partners, LP  
(Firm/Company)

1400 Gulfshore Blvd North, Suite 142  
(Address)

Naples, FL 34102  
(City, State and Zip Code)

For further information concerning this matter, please call:

Blayne Davis at (239) 963-9112  
(Name of Contact Person) (Area Code and Daytime Telephone Number)

Enclosed is a \$35.00 check made payable to the Florida Department of State.

**STREET ADDRESS:**

Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**MAILING ADDRESS:**

Registration Section  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

RECEIVED  
00 JUN 11 AM 10:56  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

June 3, 2008

BLAYNE DAVIS  
1400 GULF SHORE BLVD NORTH  
STE 142  
NAPLES, FL 34102

SUBJECT: NAKANO CAPITAL PARTNERS, L.P.  
Ref. Number: A08000000482

We have received your document for NAKANO CAPITAL PARTNERS, L.P. and check(s) totaling \$25.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

There is a balance due of \$10.00. Refer to the attached fee schedule for a breakdown of the fees. Please return a copy of this letter to ensure your money is properly credited.

The form you submitted is for a GENERAL PARTNERSHIP, but your entity is a LIMITED PARTNERSHIP. Please complete and return the enclosed blank form(s).

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6855.

Tammy Hampton  
Regulatory Specialist II  
Registration/Qualification Section

Letter Number: 508A00034560

**LIMITED PARTNERSHIP OR LIMITED LIABILITY LIMITED PARTNERSHIP  
STATEMENT OF CHANGE OF REGISTERED OFFICE OR  
REGISTERED AGENT, OR BOTH**

Pursuant to the provisions of section 620.1115, Florida Statutes, the undersigned limited partnership or limited liability limited partnership submits the following statement in order to change its registered office or registered agent, or both, in the state of Florida.

1. Nakano Capital Partners, LP  
Name of Limited Partnership or Limited Liability Limited Partnership
2. April 30 2008 3. A08000000482  
Date of filing/registration in Florida Florida document number

4. The name of the registered agent and the registered office address as shown on the records of the Florida Department of State:

Blayne Davis  
Name

1400 Gulf Shore Blvd. North Suite 1412  
Address

Naples, FL 34102  
City, State and Zip

5. The name and Florida street address of the new registered agent and/or office:

R + A Agents, Inc  
Name

850 Parkshore Drive  
Florida street address (P.O. Box not acceptable)

Naples FL 34103  
City, State and Zip

6. Such change(s) is/are effective when filed by the Florida Department of State.

[Signature]  
Signature of General Partner

*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 obligations of my position as registered agent.*

R&A Agents, Inc.

[Signature]  
Signature of Registered Agent  
Mark J. Price, Assistant Secretary  
Filing Fee: \$35.00  
Certified Copy (optional): \$52.50

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