

Certificate of Limited Partnership

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FILED
November 20, 2008
Sec. Of State
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Name of Limited Partnership:

ZINN FUND LLLP

Street Address of Limited Partnership:

2121 PONCE DE LEON
SUITE 725
CORAL GABLES, FL. 33134

Mailing Address of Limited Partnership:

2121 PONCE DE LEON
SUITE 725
CORAL GABLES, FL. 33134

The name and Florida street address of the registered agent is:

MAREDIN CORPORATION
2121 PONCE DE LEON
725
CORAL GABLES, FL. 33134

I certify that I am familiar with and accept the responsibilities of registered agent.

Registered Agent Signature: MARCELO ZINN

The name and address of all general partners are:

Title: G
MAREDIN ASSET MANAGEMENT
2121 PONCE DE LEON, SUITE 725
CORAL GABLES, FL. 33134

The effective date for this Limited Partnership shall be:

11/20/2008

This Limited Partnership is a Limited Liability Limited Partnership.

Signed this Twentieth day of November, 2008

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

General Partner Signature: MARCELO ZINN