

Certificate of Limited Partnership

A08000000973
FILED
November 24, 2008
Sec. Of State
gharvey

Name of Limited Partnership:

HEALTHCARE CAPITAL PARTNERS FUND, LP

Street Address of Limited Partnership:

7301 SW 57 COURT
SUITE 400
SOUTH MIAMI, FL. US 33143

Mailing Address of Limited Partnership:

7301 SW 57 COURT
SUITE 400
SOUTH MIAMI, FL. US 33143

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

SAMUEL A PERSAUD
31 OCEAN REEF DRIVE
SUITE C202
KEY LARGO, FL. 33037

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

Registered Agent Signature: SAMUEL A. PERSAUD

The name and address of all general partners are:

Title: G
HEALTHCARE CAPITAL PARTNERS, LLC
7301 SW 57 COURT, SUITE 400
SOUTH MIAMI, FL. 33143 US

The effective date for this Limited Partnership shall be:

11/24/2008

Signed this Twenty Fourth 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: HEALTHCARE CAPITAL PARTNERS