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Florida Department of State

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From:

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PENNINGTON PERFORMANCE LIMITED PARTNERSHIP

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H10000028648 3


**CERTIFICATE OF LIMITED PARTNERSHIP
OF
PENNINGTON PERFORMANCE LIMITED PARTNERSHIP
A FLORIDA LIMITED PARTNERSHIP**

The undersigned general partner, desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Act, hereby states:

1. The name of the limited partnership is Pennington Performance Limited Partnership.
2. The business address of the limited partnership is 132 N.E. Wavecrest Way, Boca Raton, Florida 33432.
3. The name of the Registered Agent for Service of Process on the limited partnership is Peter Holzworth.
4. The Florida street address for the Registered Agent is 132 N.E. Wavecrest Way, Boca Raton, Florida 33432.

5. ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as statutory registered agent for PENNINGTON PERFORMANCE LIMITED PARTNERSHIP, a Florida limited partnership, I hereby agree to act in that capacity, and on behalf of the limited partnership, to accept service of process for the limited partnership and to comply with any and all statutes relative to the complete and proper performance of the duties of registered agent.


PETER HOLZWORTH

6. The mailing address of the limited partnership is 132 N.E. Wavecrest Way, Boca Raton, Florida 33432.

7. The name of the general partner:

Street Address:

PENNINGTON PERFORMANCE
GROWTH FUND LLC

A Florida limited liability company

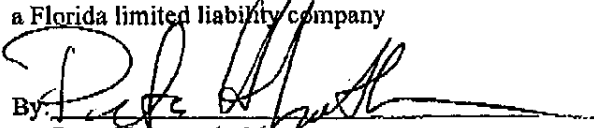
132 N.E. Wavecrest Way
Boca Raton, Florida 33432

L09-108516

Under penalties of perjury, I declare that I have read the foregoing and know the contents thereof, and that the facts stated therein are true and correct.

Signed this 9th day of February 2010.

PENNINGTON PERFORMANCE
GROWTH FUND, LLC
a Florida limited liability company

By: 
Peter Holzworth, Manager

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