

# Certificate of Limited Partnership

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FILED  
February 12, 2013  
Sec. Of State  
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Name of Limited Partnership:

NEWGATE BLACKWOOD HOLDINGS FUND, LLLP

Street Address of Limited Partnership:

601 NORTH NEW YORK AVENUE  
SUITE 220  
WINTER PARK, FL. 32789

Mailing Address of Limited Partnership:

601 NORTH NEW YORK AVENUE  
SUITE 220  
WINTER PARK, FL. 32789

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

NEWGATE CAPITAL PARTNERS, LLC  
601 N NEW YORK AVE  
SUITE 220  
WINTER PARK, FL. 32789

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

Registered Agent Signature: MICHAEL QUATRINI

The name and address of all general partners are:

Title: G  
NEWGATE CAPITAL PARTNERS, LLC  
601 NORTH NEW YORK AVENUE, SUITE 220  
WINTER PARK, FL. 32789

Title: G  
BLACKWOOD HOLDINGS GROUP, LLC  
118 EAST JEFFERSON STREET  
ORLANDO, FL. 32801

The effective date for this Limited Partnership shall be:

02/12/2013

This Limited Partnership is a Limited Liability Limited Partnership.

Signed this Twelfth day of February, 2013

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: MICHAEL QUATRINI

General Partner Signature: FREDERICK W PAUZAR

The individual(s) signing this document affirm(s) that the facts stated herein are true and the individual(s) is/are aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.