

1/29/2021

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H21000040834 3 FOR  
NG CAPITAL INVESTMENT,  
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FLORIDA/FOREIGN LP/LLP  
NG Capital Investments, L.P.

Certificate of Status	0
Certified Copy	1
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2/1/21

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**CERTIFICATE OF LIMITED PARTNERSHIP**

**OF**

**NG CAPITAL INVESTMENTS, L.P.**

I, the undersigned, being of legal age and a natural person, do hereby subscribe to, acknowledge and file the following Certificate of Limited Partnership under the Florida Revised Uniform Limited Partnership Act of 2005, Part 1 of Chapter 620 of the Florida Statutes (collectively, the "*FRULPA*"), and more specifically pursuant to Section 620.1201 of the Florida Statutes, with the intent and for the purpose of creating and forming a limited partnership under the laws of the State of Florida.

1. The full name of this limited partnership shall be: NG Capital Investments, L.P. (the "*Partnership*").

2. The initial mailing address and street address of the initial designated office of the Partnership, where books and records will be kept and maintained, shall be: 100 Gulf Shore Drive, Unit # 309, Destin, Florida 32541.

3. The initial registered agent for the Partnership shall be Capitol Corporate Services, Inc., and the mailing address and street address of the Partnership's initial registered office is located at 515 East Park Avenue, 2<sup>nd</sup> Floor, Tallahassee, Florida 32301.

4. The name and initial mailing and business address of the General Partner is:

NG Capital Management, Inc.,  
a Florida corporation  
100 Gulf Shore Drive, Unit # 309  
Destin, Florida 32541

5. The Partnership shall commence its existence as of Friday, January 29, 2021 and shall exist in perpetuity thereafter, unless sooner dissolved, liquidated and terminated pursuant to and in accordance with its Partnership Agreement and/or applicable law.

6. The Partnership hereby elects not to be a limited liability limited partnership.

7. This Certificate of Limited Partnership has been executed by the undersigned authorized representative as of this Friday, January 29, 2021.

*[Remainder of Page Intentionally Blank; Signatures Appear On Following Pages]*

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SECRETARY OF STATE  
TALLAHASSEE, FL

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IN WITNESS WHEREOF, I, the undersigned, being the Authorized Representative of the General Partner of the Partnership, for the purpose of creating and forming a limited partnership to do business both within and outside the State of Florida, under the FRULPA and the laws of the State of Florida, make, acknowledge, execute and file this Certificate of Limited Partnership hereby declaring and certifying that the facts herein stated are true and accurate, and hereunto set my hand and seal this Friday, January 29, 2021.

GENERAL PARTNER:

NG CAPITAL MANAGEMENT, INC.,  
a Florida corporation

By: 

Name: Nathaniel G. Dutt

Title: Authorized Representative

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TALLAHASSEE, FL

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**ACKNOWLEDGEMENT OF REGISTERED AGENT**

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICES OF PROCESS WITHIN THIS STATE,  
NAMING REGISTERED AGENT AND REGISTERED OFFICE  
UPON WHOM PROCESS MAY BE SERVED

Pursuant to and in compliance with the FRULPA and the laws of the State of Florida, the following certification is submitted:

First – That, the name of this Partnership is NG Capital Investments, L.P.

Second – That, this Partnership, desiring to organize under the FRULPA and the laws of the State of Florida, has designated the following as the initial registered agent, the initial registered mailing address and the initial registered place of business for the service of process within this state:

Capitol Corporate Services, Inc.  
515 East Park Avenue, 2<sup>nd</sup> Floor  
Tallahassee, FL 32301

Having been named the registered agent of the above limited partnership to accept service of process, at the place designated in this Certificate, I hereby accept the appointment as registered agent and agree to act in this capacity as registered agent, I am familiar with, and accept, the statutory obligations of registered agent, and I agree to comply with the provisions of the FRULPA and Florida law relative to the proper and complete performance of my duties and the keeping the registered office open in the State of Florida.

Dated as of this Friday, January 29, 2021.

CAPITOL CORPORATE SERVICES, INC.

By: Kim Tadlock

Name: Kim Tadlock

Title: Asst Sec on behalf of Capitol Corporate Services, Inc.