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Imperium Capital Management, LLC One Tampa City Center, Suite 2505 Tampa, Florida 33602

Florida Dept. Of State Division of Corporations P.O. Box-6327 Tallahassee, Florida 32314

60 1-290 CUNCÛ August 9, 2002

Re: Imperium Market Neutral Fund, LP

400007191344---2 -08/19/02--01025--004 *****52.50 *****52.50

To whom it may concern,

I would like to cancel the registration for the above referenced foreign limited partnership, effective immediately. All correspondence can be sent to the above address and my phone number is 813-221-4600. I am enclosing a check for \$52.50.

If I may be of further assistance, feel free to call.

MJH

Steve Goldfield

Sincerely

Managing Partner
Imperium Capital Management, F

02 AUG 19 PM 9: 32

CERTIFICATE OF CANCELLATION FOR

Imperium Market Neutral Fund, LP (insert name currently on file with Florida Dept. of State)

Pursuant to the provisions of section 620.174, Florida Statutes, this foreign limited partnership hereby submits this certificate of cancellation in order to cancel its registration with the Florida Department of State.

(Signature of General Partner)

(Typed or Printed name of General Partner Signing Above)

STATE OF Florida

COUNTY OF Hillsborough

On this 14 day of August 2002. Stephen R Gold Field 3 personally appeared before me, who is personally known to me whose identity I proved on the basis of Ociver License State Public Signature

Cretchen Lychberga

Notary's Printed Name

Seal

My Commission Expires:



Gretchen Lyckberg Commission # 10061755 Expires Nov. 4, 2005 Bonded Tam Allantic Bonding Co., Inc.