

B 03 0000000 315

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

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WAIT

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MAIL

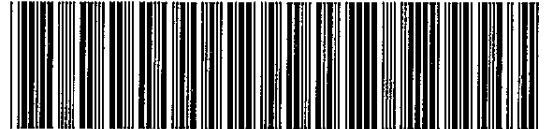
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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09/22/03--01007--016 \*\*1785.00

BK

FILED  
03 SEP 19 AM 11:03  
TALLAHASSEE, FLORIDA

CT CORPORATION

September 19, 2003

Secretary of State, Florida  
409 East Gaines Street  
Tallahassee FL 32399

03 SEP 19 AM 11:03  
FILED  
TALLAHASSEE, FLORIDA

9/19

Re: Order #: 5936367 SO  
Customer Reference 1: 21693/30010  
Customer Reference 2: n/a

Dear Secretary of State, Florida:

Please file the attached:

Terrapin Fund of Funds, LP (DE)  
Registration  
Florida

Enclosed please find a check for the requisite fees. Please return evidence of filing(s) to my attention.

If for any reason the enclosed cannot be filed upon receipt, please contact me immediately at (850) 222-1092. Thank you very much for your help.

Sincerely,

*Melanie Strickland*

Melanie S Strickland  
Fulfillment Specialist  
Melanie\_Strickland@cch-lis.com

660 East Jefferson Street  
Tallahassee, FL 32301  
Tel. 850 222 1092  
Fax 850 222 7615

**APPLICATION BY FOREIGN LIMITED PARTNERSHIP FOR  
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

FILED  
SEP 19 AM 11:03  
TALLAHASSEE, FL

1. Terrapin Fund of Funds, LP  
(Name of limited partnership as it is in the home state)

2. \_\_\_\_\_  
(If name is unavailable, name under which the limited partnership proposes to register or transact business in Florida, must contain the word "LIMITED" or "LTD.")

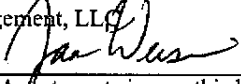
3. Delaware 4. February 19, 2002  
(State of Formation) (Date of Formation)

5. Terrapin Asset Management, LLC  
(Name of Registered Agent for Service of Process)

6. 760 South Mashta Drive  
(Street Address of Registered Office)

Key Biscayne, Florida 33149  
(City) (Zip Code)

7. Acceptance by the Registered Agent for Service of Process:

Terrapin Asset Management, LLC  
By:   
(Agent must sign on this line) By: Jason Weiss, Member

8. Corporation Trust Center, 1209 Orange Street, Wilmington, Delaware 19801

(Address of registered office required in state of formation or, if not required, address of principal office.)

9. NAMES OF GENERAL PARTNERS STREET ADDRESS

Terrapin Asset Management, LLC 760 South Mashta Drive, Key Biscayne, FL 33149

203000003162

10. 760 South Mashta Drive, Key Biscayne, FL 33149  
(Office where Names, Addresses and Contributions of Limited Partners are kept.)

11. The limited partnership will undertake to keep the records listing the addresses and capital contributions of the limited partner or limited partners until the limited partnership's registration in Florida is canceled or withdrawn.

CONTINUED

12. 760 South Mashta Drive, Key Biscayne, FL 33149

(Mailing Address of Limited Partnership)

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

Signed this 3rd day of September, 2003

Jason Weiss  
General Partner Terrapin Asset Management, LLC,  
By: Jason Weiss, Member

STATE OF New York

COUNTY OF New York

On this 3rd day of September, 2003

Jason Weiss, personally appeared before me,

☒ who is personally known to me

☐ whose identity I proved on the basis of \_\_\_\_\_

Catherine L. McDonald  
(Notary Public Signature)

Catherine L. McDonald  
(Notary's Printed Name)

Seal

My Commission Expires: 12/04/2006  
Reg. # 01MC6051486

FILED  
SEP 19 AM 11:03  
CLERK OF DISTRICT COURT  
JULIA A. HARRIS

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A FOREIGN LIMITED PARTNERSHIP**

BEFORE ME the undersigned personally appeared Jason Weiss, Member of Terrapin Asset Management, LLC,  
a general partner of Terrapin Fund of Funds, LP, a (an) Delaware  
limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

1. The amount of capital contributions of the limited partners is \$ 38,039,608.
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 1,000,000,000.

*Under the penalties of perjury I, being duly sworn, declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.*

Signed this 3rd day of September, 2003.

*Jason Weiss*  
General Partner

Terrapin Asset Management, LLC; By: Jason Weiss, its Member

STATE OF New York

COUNTY OF New York

On this 3rd day of September, 2003,

Jason Weiss, personally appeared before me,

☒ who is personally known to me

☐ whose identity I proved on the basis of \_\_\_\_\_

*Catherine L. McDonald*  
(Notary Public Signature)

Catherine L. McDonald  
(Notary's Printed Name)

Seal

My Commission Expires: 12/04/2006  
Reg. # 01MC6051486