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FOREIGN LIMITED PARTNERSHIP

CTA PARTNERS, L.P.

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**APPLICATION BY FOREIGN LIMITED PARTNERSHIP FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**1. CTA Partners, L.P.

(Name of limited partnership as it is in the home state)

2. not applicable

(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

(State of Formation)

4. December 16, 2003

(Date of Formation)

5. Corporation Service Company

(Name of Registered Agent for Service of Process)

6. 1201 Nays Street

(Street Address of Registered Office)

Tallahassee

(City)

Florida 32301

(Zip Code)

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

Corporation Service Company

Deborah D. Skipper

By: Deborah D. Skipper

Asst. V. Pres.

(Agent must sign on this line)

8. c/o Investcorp (Shannin Van Wayenberge) 280 Park Avenue, 36th FloorNew York, NY 10017

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

9. NAMES OF GENERAL PARTNERS

STREET ADDRESS

Broward Financial GP, Inc.c/o Investcorp 280 Park Avenue, 36 FloorNew York, NY 1001710. c/o Investcorp 280 Park Avenue, 36th Floor New York, NY 10017

(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of the limited partner or limited partners until the limited partnership's registration in Florida is canceled or withdrawn.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

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TALLAHASSEE, FLORIDA

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12 c/o Investcorp 280 Park Avenue, 36th FloorNew York, NY 10017

(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 17 day of December, 2003.

[Signature] F. Jonathan Dracos, V.P.
General Partner Broward Financial GP, Inc.
The General Partner of
CTA Partners, L.P.

STATE OF New YorkCOUNTY OF New YorkOn this 17th day of December, 2003.

P. Jonathan Dracos, VP of Broward Financial GP, Inc. the general partner of CTA Partners, L.P.
personally appeared before me,

☒ who is personally known to me☐ whose identity I proved on the basis of _____

[Signature]
(Notary Public Signature)

Shannin Van Wayenberge
(Notary's Printed Name)

Seal

My Commission Expires: July 26, 2005

SHANNIN VAN WAYENBERGE
Notary Public, State of New York
No. 01VA6028272
Qualified in New York County
Commission Expires July 26, 2005

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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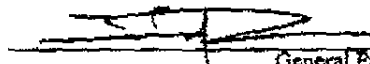
AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A FOREIGN LIMITED PARTNERSHIP

BEFORE ME the undersigned personally appeared F. Jonathan Dracos, VP of Broward Financial GP, Inc.
a general partner of CTA Partners, L.P., 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 \$ 15,365,000.00.
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 15,365,000.00.

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 17 day of December, 2003.


General Partner F. Jonathan Dracos, V.P.
Broward Financial GP, Inc.
The General Partner of
CTA Partners, L.P.

STATE OF New York


COUNTY OF New York

On this 17 day of December, 2003

the general partner of CTA Partners,

F. Jonathan Dracos, VP of Broward Financial GP, Inc., personally appeared before me,

- ☒ who is personally known to me
☐ whose identity I proved on the basis of _____


(Notary Public Signature)

Shannin Van Wayenberge
(Notary's Printed Name)

SHANNIN VAN WAYENBERGE
Notary Public, State of New York
No. 01VA6028272
Qualified in New York County
Commission Expires July 26, 2005

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