

Florida Department of State
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To:

Division of Corporations
Fax Number : (850)205-0383

From:

Account Name : BLUMBERG/EXCELSIOR CORPORATE SERVICES, INC.
Account Number : 075350000353
Phone : (212)431-5000
Fax Number : (212)431-1441

FOREIGN LIMITED PARTNERSHIP

CPA Directed investments Fund, LP

Certificate of Status	0
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**APPLICATION BY FOREIGN LIMITED PARTNERSHIP FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

1. CPA Directed Investments Fund, 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. 1-28-2005
(State of Formation) (Date of Formation)
5. Mark Northrop
(Name of Registered Agent for Service of Process)
6. 13700 Six Mile Cypress Pkwy., #2
(Street Address of Registered Office)
- Ft. Meyers, Florida 33912
(City) (Zip Code)
7. Acceptance by the Registered Agent for Service of Process:
Mark Northrop
(Agent must sign on this line)
8. 3500 S. Dupont Hwy., Dover, DE 19901
(Address of registered office required in state of formation or, if not required, address of principal office.)
9. NAMES OF GENERAL PARTNERS STREET ADDRESS
- CPA Directed Investments, LLC, 13700 Six Mile Cypress Pkwy.
- #2, Ft. Meyers, FL 33912 204-94346
10. 13700 Six Mile Cypress Pkwy., #2, Ft. Meyers, FL 33912
(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of the limited partner or limited partners until the limited partnership's registration in Florida is canceled or withdrawn.

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TALLAHASSEE, FLORIDA

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12. 13700 Six Mile Cypress Pkwy., #2Ft. Meyers, FL 33912

(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 9th day of MARCH, 2005.

CFA DIRECT INVESTMENTS, LLCBY: Mark Northrup

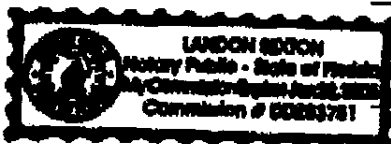
General Partner

IT'S PRESIDENTSTATE OF FLORIDACOUNTY OF LEE

On this 9th day of MARCH, 2005.

MARK NORTHRUP

personally appeared before me,

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

(Notary Public Signature)

LANDON SEXTON

(Notary's Printed Name)

Seal

My Commission Expires: 1-22-08FILED
TALLAHASSEE, FLORIDA

05 MAR 11 AM 9:07

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A FOREIGN LIMITED PARTNERSHIP

MARK NORTHROP, PRESIDENT OF
BEFORE ME the undersigned personally appeared CFA DIRECTOR INVESTMENTS LLC
a general partner of CFA DIRECTOR INVESTMENTS FUND, LP A
limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

1. The amount of capital contributions of the limited partners is \$ 5,000.
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 5,000.

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 9th day of MARCH, 2005

CFA DIRECTOR INVESTMENTS, LLC

BY: MARK NORTHROP

General Partner

MARK NORTHROP, PRESIDENT

STATE OF FLORIDA

COUNTY OF LEE

On this 9th day of MARCH, 2005

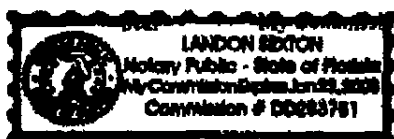
MARK NORTHROP, personally appeared before me,

☒ who is personally known to me

☐ whose identity I proved on the basis of _____

[Signature]
(Notary Public Signature)

Landon Sexton
(Notary's Printed Name)



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