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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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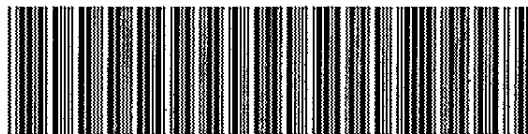
(Business Entity Name)

(Document Number)

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J. BRYAN DEC 13 2006

ATTORNEYS AT LAW
SIMS MOSS KLINE & DAVIS LLP
A Limited Liability Partnership

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J. ERIC VAN ATTA
Paralegal Specialist, Corporate & Securities
(770) 481-7232
Email: jevanatta@smkdlaw.com

December 11, 2006

Division of Corporations
Attn: Registration Section
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

RE: Application by Foreign Limited Partnership for Authorization to Transact Business
in Florida - Harborlight FAB Fund, L.P.

Dear Sir or Madam:

Please find enclosed one original and one copy of the Application by Foreign Limited Partnership for Authorization to Transact Business in Florida and a Delaware Good Standing certificate for **Harborlight FAB Fund, L.P.** Also enclosed is a check in the amount of \$1,000.00 to cover the filing fee and designation of registered agent fee for the limited partnership.

I thank you in advance for your expedience in this matter. Please send the filing acknowledgments to my attention using the enclosed self-addressed stamped envelope. Should you have any questions and/or need additional information, please contact me at your earliest convenience.

Sincerely yours,


J. Eric Van Atta

JEV
Enclosures
cc: Gil Davis

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**APPLICATION BY FOREIGN LIMITED PARTNERSHIP OR
LIMITED LIABILITY LIMITED PARTNERSHIP
TO TRANSACT BUSINESS IN FLORIDA**

1. HarborLight FAB Fund, L.P.

(Name of Limited Partnership or Limited Liability Limited Partnership, which must include suffix)
Acceptable Limited Partnership suffixes: Limited Partnership, Limited, L.P., LP, or Ltd.
Acceptable Limited Liability Limited Partnership suffixes: Limited Liability Limited Partnership, L.L.L.P.
or LLLP.

(If name unavailable, name under which the limited partnership or limited liability limited partnership
proposes to register to transact business in Florida; must contain acceptable suffix.)

2. Delaware

(State or Country of Formation)

3. November 20, 2006

(Date of Formation)

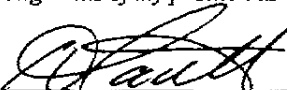
4. Dean G. Tanella

(Name of Registered Agent for Service of Process)

5. 5002 W. Waters Avenue, Tampa FL 33634

(Florida street address for Registered Agent)

6. *I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to
comply with the provisions of all statutes relative to the proper and complete performance of my duties,
and I am familiar with and accept the obligations of my position as registered agent.*



Signature of Registered Agent

7. 5002 W. Waters Avenue, Tampa FL 33634

(Principal office address)

8. If limited partnership is a limited liability limited partnership, check box ☐

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9. 5002 W. Waters Avenue, Tampa FL 33634

(Mailing address)

10. Name, principal office address, and mailing address of each general partner:

#M04000001505
HarborLight Capital Management, LLC

(Name)

5002 W. Waters Avenue, Tampa FL 33634

(Street Address)

5002 W. Waters Avenue, Tampa FL 33634

(Mailing Address)

(Name)

(Street Address)

(Mailing Address)

(Name)

(Street Address)

(Mailing Address)

(Name)

(Street Address)

(Mailing Address)

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_____ (Name)	_____ (Street Address)
	_____ (Mailing Address)
_____ (Name)	_____ (Street Address)
	_____ (Mailing Address)

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11. Effective date, if other than the date of filing: _____.

(Effective date cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State.)

12. Attached is a certificate of existence duly authenticated, not more than 90 days prior to the delivery of this application to the Florida Department of State, by the Secretary of State or other official having custody of the entity's records in the jurisdiction under the law of which it is organized.

Signed this 30th day of Nov., 2006.

Signature of a general partner:

 , mgr.

Filing Fees:	\$1,000.00 (\$965 Filing Fee and \$35 Registered Agent Fee)
Certified Copy (optional):	\$52.50
Certificate of Status (optional):	\$8.75

Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HARBORLIGHT FAB FUND, L.P." IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE ELEVENTH DAY OF DECEMBER, A.D. 2006.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "HARBORLIGHT FAB FUND, L.P." WAS FORMED ON THE TWENTIETH DAY OF NOVEMBER, A.D. 2006.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.

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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5263195

DATE: 12-11-06