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NO. 557 P. 1

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Florida Department of State  
Division of Corporations  
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To:  
Division of Corporations  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**FLORIDA/FOREIGN LP/LLP**

**THE THIRD FRIDAY MARKET NEUTRAL TOTAL RETURN FUND**

|                       |            |
|-----------------------|------------|
| Certificate of Status | 0          |
| Certified Copy        | 1          |
| Page Count            | 05         |
| Estimated Charge      | \$1,052.50 |

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

1. THE THIRD FRIDAY MARKET NEUTRAL TOTAL RETURN 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 3. January 22, 2007  
(State or Country of Formation) (Date of Formation)

4. Corporation Service Company  
(Name of Registered Agent for Service of Process)

5. 1201 Hays Street  
(Florida street address for Registered Agent)

Tallahassee, FL 32301

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.

 **Troy Todd**  
as its agent  
Signature of Registered Agent

7. 113 NE 7th Street  
(Principal office address)

Delray Beach, FL 33444

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

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9. Same as Item 7

(Mailing address)

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

THIRD FRIDAY GP, LLC

(Name)

113 NE 7th Street

(Street Address)

Delray Beach, FL 33444

(Mailing Address)

(Name)

(Street Address)

(Mailing Address)

(Name)

(Street Address)

(Mailing Address)

(Name)

(Street Address)

(Mailing Address)

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(Name)

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(Street Address)

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(Mailing Address)

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(Name)

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(Street Address)

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(Mailing Address)

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 31 day of January, 20 07

Signature of a general partner:

Jay Bailyn, Manager of  
Third Friday GP, LLC,  
the General Partner

**Filing Fees:**

**Certified Copy (optional):**

**Certificate of Status (optional):**

**\$1,000.00 (\$965 Filing Fee and \$35 Registered Agent Fee)**

**\$52.50**

**\$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 "THE THIRD FRIDAY MARKET NEUTRAL TOTAL RETURN 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 THIRTEENTH DAY OF FEBRUARY, A.D. 2007.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "THE THIRD FRIDAY MARKET NEUTRAL TOTAL RETURN FUND, L.P." WAS FORMED ON THE TWENTY-SECOND DAY OF JANUARY, A.D. 2007.

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



4288956 8300

070158617

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5427731

DATE: 02-13-07