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SECRETARY OF STATE DIVISION OF CORPORATIONS



COBB & ASSOCIATES LLC

ATTORNEYS.

329 RIVERSIDE AVENUE
WESTPORT, CONNECTICUT 06880
TELEPHONE (203) 222-1940 FACSIMILE (203) 222-1943
www.hedgelawct.com

Two Soundview Drive, Suite 100 Greenwich, Connecticut 06830 Telephone (203) 622-7600

MICHAEL S. SHEEHY*

*ADMITTED IN CT AND NY

**ADMITTED IN CT AND MA

JEFFREY B. COBB

GENNA DAVIES

PAUL KELLY*

March 13, 2007

VIA OVERNIGHT MAIL

Florida Department of State Registration Section Division of Corporations Clifton Building 2661 Executive Center Circle Tallahassee, FL 32301

Re: Collins Capital Credit Opportunity Fund, LP

Dear Sir or Madam:

Further to your letter dated February 26, 2007 (copy attached), enclosed please find a Certificate of Good Standing for Collins Capital Credit Opportunity Fund, LP. Attached also please find a copy of the Application by Foreign Limited Partnership to Transact Business in Florida by Collins Capital Credit Opportunity Fund, LP (the "Partnership"), a Delaware limited partnership, that was sent to you on February 20, 2007.

We trust the enclosed satisfies your inquiries, however if you require further information, please do not hesitate to contact the undersigned. Also, please acknowledge receipt of the enclosed documents by date stamping the duplicate of this letter and returning it in the enclosed self-addressed, stamped envelope. Should you have any questions with respect to this filing, please call the undersigned at (203) 222-1940.

Sincerely,

Max Parker Paralegal

MaxParker

Enclosures

cc: Collins Capital Investments, LLC

07 FEB 23 PM 3: 6

FILED SECRETARY OF STATE DIVISION OF CORPORATIONS

COBB & ASSOCIATES LLC

ATTORNEYS

JEFFREY B. COBB*

Genna Davies**
Paul Kelly*

MICHAEL S. SHEEHY"

*Admitted in CT and NY

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Two Soundview Drive, Suite 100 Greenwich, Connecticut 06830 Telephone (203) 622-7600

February 20, 2007

VIA OVERNIGHT MAIL

Florida Department of State Registration Section Division of Corporations Clifton Building 2661 Executive Center Circle Tallahassee, FL 32301

Re: Collins Capital Credit Opportunity Fund, LP

Dear Sir or Madam:

Enclosed for filing please find an Application by Foreign Limited Partnership to Transact Business in Florida (2 copies) by Collins Capital Credit Opportunity Fund, LP (the "Partnership"), a Delaware limited partnership, along with a check in the amount of \$1,000 made payable to the Florida Department of State, in satisfaction of the applicable filing fee.

Please acknowledge receipt of this letter and the enclosed documents by date stamping the duplicate of this letter and returning it in the self-addressed stamped envelope. Should you have any questions regarding this matter or require any further documentation, please do not hesitate to call the undersigned at (203) 222-1940.

Sincerely,

Max Parker Paralegal

Max Parker

Enclosures

cc: Collins Capital Investments, LLC

COVER LETTER

TO: Registration Section Division of Corporations SUBJECT: Collins Capital Credit Opportunity Fund, LP (Name of Foreign Limited Partnership or Limited Liability Limited Partnership) The enclosed application, certificate of status and fees are submitted to register a foreign limited partnership or limited liability limited partnership to transact business in Florida. Please return all correspondence concerning this matter to: Max Parker (Contact Person) Cobb & Associates LLC (Firm/Company) 329 Riverside Avenue (Address) Westport, CT 06880 (City, State and Zip Code) For further information concerning this matter, please call: Max Parker 203 222-1940
(Area Code and Daytime Telephone Number) (Name of Contact Person) Enclosed is a check for the following amount: \$1,061.25 Filing Fee, (\$965 Filing Fee and and Certificate of and Certified Copy Certified Copy, and \$35 Registered Agent Certificate of Status Status Fee)

STREET ADDRESS:

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

MAILING ADDRESS:

Registration Section Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

APPLICATION BY FOREIGN LIMITED PARTNERSHIP OR LIMITED LIABILITY LIMITED PARTNERSHIP TO TRANSACT BUSINES IN FLORIDA

Acceptable Limited Liability Limited I or LLLP.	Partnership suffixes: Limited Liability Limited Pa	rtnership, L.L.L.P.
	which the limited partnership or limited liability li unsact business in Florida; must contain acceptable	
_{2.} Delaware	_{3.} 12/29/06	
(State or Country of Format)
4. Dorothy C. Weave	er	
	Registered Agent for Service of Process)	
5. c/o Collins Capital In	nvestments, LLC -806 Dougla	s Road, Suite 570
(Florid	da street address for Registered Agent)	0.0
Coral Gables, Florida	33134	SECONISCONISCONISCONISCONISCONISCONISCONIS
comply with the provisions of all statu	as registered agent and agree to act in this capacity utes relative to the proper and complete performant obligations of my position as registered agent. Signature of Registered Agent	y. I further agree 3 PH 3: 23
		- D I O. 4- 570
_{7.} c/o Collins Capital Ir	nvestments, LLC -806 Dougla	s Road, Suite 570
_{7.} <u>c/o Collins Capital In</u>	nvestments, LLC -806 Dougla (Principal office address)	s Road, Suite 5/1

. 806 Douglas Road, Suite 5 (Maili	ing address)	
Coral Gables, Florida 33134		
0. Name, principal office address, and m	ailing address of each general partner:	
Collins Capital Investments, LLC	806 Douglas Road	
(Name)	Suite 570 (Street Address)	
	Coral Gables, Florida 3313	4
	(Mailing Address)	_
		_
(Name)	(Street Address)	-
		_
	(Mailing Address)	07
		FEB 23
(Name)	(Street Address)	
		P# 3: 23
·	(Mailing Address)	-23
		-
(Name)	(Street Address)	-
		-
	(Mailing Address)	-

Page 2 of 3

(Name)	(Street Address)	- -
	(Mailing Address)	_
(Name)	(Street Address)	-
	(Mailing Address)	07 FEB 23
		9 PH 3: 23
1. Effective date, if other than the date of filing	; upon filing	ၽ
Effective date cannot be prior to nor m iled by the Florida Department of State	ore than 90 days after the date this document is	
o the delivery of this application to the	duly authenticated, not more than 90 days prior Florida Department of State, by the Secretary of the entity's records in the jurisdiction under the	

Jebruary

Filing Fees:

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

Certified Copy (optional):

Signature of a general partner:

\$52.50

Certificate of Status (optional):

\$8.75

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "COLLINS CAPITAL CREDIT OPPORTUNITY FUND, LP" 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 SECOND DAY OF MARCH, A.D. 2007.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "COLLINS CAPITAL CREDIT OPPORTUNITY FUND, LP" WAS FORMED ON THE TWENTY-NINTH DAY OF DECEMBER, A.D. 2006.

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

SECRETARY OF STATE
DIVISION OF CORPORATIONS



4276736 8300 070271423 Darriet Smith Hindson

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5475016

DATE: 03-02-07