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Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

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**LP/LLP AMENDMENT/RESTATEMENT/CORRECTION
INCA LATIN AMERICAN SMALL CAP FUND, LP**

Certificate of Status	0
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Page Count	02
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FEB 25 2011

EXAMINER

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AMENDMENT TO CERTIFICATE OF AUTHORITY
FOR
FOREIGN LIMITED PARTNERSHIP OR
LIMITED LIABILITY LIMITED PARTNERSHIP

1. The name of the limited partnership or limited liability limited partnership as it appears on the records of the Florida Department of State is:
INCA Latin American Small Cap Fund, LP
2. The jurisdiction of its formation is: Delaware
3. The date the entity was authorized to transact business in Florida is: 8/14/2007--
4. If the amendment changes the name of the limited partnership or limited liability limited partnership, enter the new name:
INCA Latin American Fund, LP

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.

5. If the amendment changes the general partner(s), list the name and business address of each general partner:

Name:

Business Address:

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6. If the amendment changes the jurisdiction of organization, indicate new jurisdiction:

7. If the amendment corrects any false statement listed in the application, indicate the statement being corrected and the correction:

8. If the amendment is to add or delete an election to be a limited liability limited partnership statement, check the appropriate box:

☐ The entity elects to be a limited liability limited partnership.

☐ The entity is no longer a limited liability limited partnership.

9. Attached is an original certificate, no more than 90 days olds, evidencing the aforementioned amendment(s), duly authenticated by the official having custody of records in the jurisdiction under the law of which this entity is organized.

10. Effective date, if other than the date of filing: upon 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.)

Signature of a general partner:



INCA Management, LLC, its General Partner
Fernando X. Donayre, Managing Member

Typed or printed name:

Filing Fee: \$52.50
Certified Copy (optional): \$52.50
Certificate of Status (optional): \$8.75

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