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SECRETARY OF STATE

Reichstein and Lapat

an association of individual attorneys

3300 University Drive Suite 311 Coral Springs, Florida 33065 (954) 345-6442 (954) 344-0288 (Fax)

Please Reply to Florida Office

221 North La Salle Street Suite 1137 Chicago, Illinois 60601 (312) 425-2900 (312) 425-2901(Fax)

admitted to Practice in: Florida, Illinois & New York mlapat@nysbar.com

Michael Lapat

February 4, 2009

Florida Secretary of State Division of Corporations PO Box 6327 Tallahassee, FL 32314

RE: PREMIUM CAPITAL PARTNERS AGGRESSIVE GROWTH FUND, L.P.

Foreign LP to Transact Business in Florida Including Certified Copy

\$ 1,052.50

Dear Sir or Madam,

Please find enclosed herewith entity formation documents for the above-referenced entity. Accompanying this submission is a **check in the sum of \$1,052.50** representing the filing fees for this formation.

Please file the foregoing as appropriate and return to this office file-stamped/certified copy of same as receipt thereof.

Regards,

ih.

enclosure

úlié Hancock

COVER LETTER

Registration Section TO: Division of Corporations

SUBJECT: PREMIUM CAPITAL PARTNERS AGGRESSIVE GROWTH FUND, L.P. (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:

MICHAEL LAP			
(Contact Person) LAW OFFICES OF REICHSTEIN & LAPAT		I & LAPAT	
(Firm/Company)			
3300 UNIVERSITY DRIVE, SUITE 311			
(Address)			
CORAL SPRING	GS FL 33065		
(0	City, State and Zip Code)		
For further information	on concerning this mat	ter, please call:	
JULIE HANCO	CK	at (954) 34	5-6442
(Name of Conta	ct Person)		aytime Telephone Number)
Enclosed is a check for	or the following amou	nt:	
\$1,000.00 Filing Fees (\$965 Filing Fee and \$35 Registered Agent Fee)	\$1,008.75 Filing Fees and Certificate of Status	▼ \$1,052.50 Filing Fees and Certified Copy	\$1,061.25 Filing Fee, Certified Copy, and Certificate of Status
STREET ADDRESS Registration Section Division of Corporati Clifton Building 2661 Executive Cente Tallahassee, FL 3230	ons er Circle	MAILING A Registration Division of G P. O. Box 63 Tallahassee,	Section Corporations 27

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

1. PREMIUM CAPITAL PARTNERS AGGRESSIVE GROWTH 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.			
nited partnership or limited liability limited partnership ss in Florida; must contain acceptable suffix.)			
_{3.} 01-30-2009			
(Date of Formation)			
Agent for Service of Process)			
ress 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 an accept the obligations of my position as registered agent.

Signature of Registered Agent

7. 147 BAYWOOD AVENUE

(Principal office address)

LONGWOOD FL 32750

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

Page 1 of 3

SECHETARY

_{9.} 147 BAYWOOD AVENUE		
(Maili	ng address)	
LONGWOOD FL 32750		
10. Name, principal office address, and ma	ailing address of each general partner:	
PREMIUM CAPITAL PARTNERS, LLC	147 BAYWOOD AVENUE	
(Name)	LONGWOOD FL 32750	
	(Mailing Address)	
(Name)	(Street Address)	
	(Mailing Address)	
(Name)	(Street Address)	
	(Mailing Address)	
(Name)	(Street Address)	
	(Mailing Address)	

Page 2 of 3

(Name)	(Street Address)
	(Mailing Address)
(Name)	(Street Address)
	(Mailing Address)
11. Effective date, if other than the date of	filing:
(Effective date cannot be prior to no filed by the Florida Department of S	or more than 90 days after the date this document is State.)
to the delivery of this application to	ence duly authenticated, not more than 90 days prior the Florida Department of State, by the Secretary of ly of the entity's records in the jurisdiction under the
Signed this 5TH day	of FEBRUARY ,20 2009
Signature of a general partner:	
WAYNE STEIDLE, MANAGER, PREMI	IUM CAPITAL PARTNERS, LLC, 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

PAGE 1

Delaware

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PREMIUM CAPITAL PARTNERS AGGRESSIVE GROWTH 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 FOURTH DAY OF FEBRUARY, A.D. 2009.

4650646 8300

090100899

AUTHENTICATION: 7117641

DATE: 02-04-09