-FILED-

Application for Registration Foreign Limited Partnership (LP) For Office Use Only -FILED- File No.: 202444408350 Date Filed: 10:30/2024 File No.: 202444408350 Date Filed: 10:30/2024 File No.: 202444408350 Date Filed: 10:30/2024 Mode: Registered LP is In California may have to pay minimum \$800 tax to the California Franchise Tax Board each year. For more information, go to https://www.th. Eco. 10:20/21 1. Name of Foreign LP (Only enter an alternate name if the foreign LP name in item 1s in not available in CA.) 1. Enter the Exact Name of the Foreign LP (see listed on the Certificate of Total California (Ensure that the jurisdiction matches the attached Certificate of Good Standing.) W&D Debt Fund LP 2. LP Jurisdiction (Ensure that the jurisdiction matches the attached Certificate of Good Standing.) Jurisdiction (Sale, foreign country or place where this LP is formed.) Debaware 3. Business Addresses (Enfor the complete business addresses. Rems 3s and 3b cannot be a P.O. Box or 'in care of an individual or entity. a. Breat Addresses of Principal Office - Do not enter a P.O. Box 2345 E 3rd Avenue, Suite 300 Denver CO 80206 Note State 2pc Code Co 80206 Note California (Foreign Complete Business addresses Rems Se and Se cannot be a P.O. Box or 'in care of an individual or entity. a. Breat Addresses of Principal Office - Do not enter a P.O. Box 2345 E 3rd Avenue, Suite 300 Denver CO 80206 Denver CO 80206 Note State 2pc Code Co 90206 Note State 2pc Code Co 90206 Note State 2pc Code Address of regards office in Jurisdiction of Formation, if any City on abbreviations) State 2pc Code A Service of Process (Must provide either Individual OR Corporation) Middle Name Last Name State 2pc Code CO Process (Must provide either Individual OR Corporation) State 2pc Code CO Process (Must provide either individual OR Corporation) Middle Name Last Name State 2pc Code CO Robert State State Code Code Code Code Code Code Code Code	Secretary of State]			
Foreign Limited Partnership (LP) Foreign Certificate of Good Standing is required. Filing Fee - \$70.00 Certified Copy Fee (Optional) - \$5.00 Note: Registered LP in California may have to pay minimum \$800 tax to the California Frenchise Tax Search each year. For more information, go to Above Space For Office Use Only 1. Name of Foreign LP (Coly enter an alternate name if the foreign LP name in Item 1a is not available in CA.) 1. California Fazar Name of the Foreign LP (so islated on the Certificate of Cood Standing.) WBD Debt Fund LP 2. LP Jurisdiction (Ensure that the jurisdiction matches the attached Certificate of Good Standing.) Delaware 3. Business Addresses (Enter the complete business addresses. Rems 3s and 3b cannot be a P.O. Box or 'in care of an individual or entity. a. Breat Address of Principal Office - Do not enter a P.O. Box 2345 E 3rd Avenue, Suite 300 Delaware 3. Business Addresses (Enter the complete business addresses. Rems 3s and 3b cannot be a P.O. Box or 'in care of an individual or entity. a. Breat Address of Principal Office - Do not enter a P.O. Box 2345 E 3rd Avenue, Suite 300 Denver CO 80206 b. Making Address of Principal Office - Do not enter a P.O. Box 2372 Wisconsin Avenue, Suite 1300 Extra Address of Principal Office - Do not enter a P.O. Box Coly (no abbreviations) State 2p Code Assertice of Process (Must provide after individual OR Corporation.) INIDIA/DUAL - Complete Item 4c and 45 oxyl, Must include agent's full name and California dreet addresse. California Registered Office item 4c and 45 oxyl, Must include agent's full name and California As CSC - Lawyers Incorporating Service of Process (Must provide after individual OR Corporation.) California Registered Corporate Agents Name of agent is not a corporation.) Do not enter a P.O. Box Coly (no abbreviations) State 2p Code CORPORATION - Complete Item 4c and 50 oxyl, Must include agent's full name and California As CSC - Lawyers Incorporating Service Agent of the name of the registered agent Corporat						
Foreign Certificate of Good Standing is required. Filing Fee - \$70.00 Certified Copy Fee (Optional) - \$5.00 Note: Registered LPs in California may have to pay minimum \$800 tax to the California Farancia Test and California Farancia Test and California Farancia Test Standing (California Farancia Test Standing) Note: Registered LPs in California may have to pay minimum \$800 tax to the California Farancia Test Standing (California Farancia Test Standing) Note: Registered LPs in California may have to pay minimum \$800 tax to the California Farancia Test Standing (California Farancia Test Standing) Note: Registered LPs in California may have to pay minimum \$800 tax to the California Farancia Test Standing (California Farancia Test Standing) Note: Registered LPs in California Picture Test Standing (California Farancia Test Standing) Note: Registered LPs in California Farancia Test Standing (California Farancia Test Standing) Note: Registered LPs in California Farancia Test Standing (California Farancia Test Standing) Note: Registered LPs in California Farancia Test Standing (California Farancia Test Standing) Note: Registered LPs in California Farancia Test Standing (California Farancia Test Standing) Note: Registered LPs in California Farancia Test Standing (California Farancia Test Standing) Note: Registered LPs in California Farancia Test Standing (California Farancia Test Standing) Note: Registered LPs in California Farancia Test Standing (California Farancia Test Standing) Note: Registered Process (Roust provide alther individual OR Corporation) Note: Registered California Farancia Test Name (Farancia Individual Test Standing) Note: Registered California Farancia Test Name (Farancia Individual Test Standing) Note: Registered California Farancia Test Name (Farancia Individual Test Standing) Note: Registered California Farancia Test Name (Farancia Individual Test Standing) Note: Registered California Farancia Test Name (Farancia Individual Test Standing) Note: Registered California Farancia Te	Foreign Limited Partnership	i P)		For Office Use Or	nly	
Filing Fee - 370.00 Certified Copy Fee (Optional) - 55.00 Note: Registered LPs in California may have to pay minimum \$800 tax to the Celifornia Franchise Tax Board each year. For more information, go to https://www.mb.ca.gov/. 1. Name of Foreign LP (Only enter an alternate name if the foreign LP name in Item 1s is not available in CA.) 1. Name of Foreign LP (Only enter an alternate name if the foreign LP name in Item 1s is not available in CA.) 1. Line the Exact Name of the Foreign LP (see listed on the Certificate of Cood Standing.) W&D Debt Fund LP 2. LP Jurisdiction (Ensure that the jurisdiction matches the attached Certificate of Good Standing.) Jurisdiction (State, foreign country or place where this LP is formed.) Delaware 3. Bursiness Addresses (Enter the complete business addresses. Rema 3s and 3b cannot be a P.O. Box or "in care of" an individual or entity. 2. LP Jurisdiction (State, foreign country or place where this LP is formed.) Delaware 3. Bursiness Addresses (Enter the complete business addresses. Rema 3s and 3b cannot be a P.O. Box or "in care of" an individual or entity. 2. Stated Addresses of Principal Office - Do not enter a P.O. Box Denver CO 80206 Denver CO 80206 Denver CO 80206 Address of Principal Office - Do not enter a P.O. Box City (no abbreviations) State Do Code Address of Principal Office or United Code in Jurisdiction of Formation, if any City (no abbreviations) State Do Code City (no abbreviations) State Do Code Code Do Co	Foleidu Cittifed Latriciamb (L. ,		-FII FD:	•	
Foreign Certificate of Good Standling Is required. Filling Fee - \$70.00 Certified Copy Fee (Optional) - \$5.00 Above Space For Office Use Only Above Space For Office Use Only Above Space For Office Use Only 1. Name of Foreign LP (Cet) enter an attended on the Certificate of Good Standling) 1. Name of Foreign LP (Cet) enter an attended on the Certificate of Good Standling) 1. Name of the Foreign LP (cet) enter an attended on the Certificate of Good Standling) 1. Name of the Foreign LP (cet) enter an attended to the Certificate of Good Standling) 1. Name of the Foreign LP (cet) enter the proving LP (as listed on the Certificate of Good Standling) 1. Name of the Foreign LP (cet) enter the Attended Certificate of Good Standling) 1. Jurisdiction (Ensure that the jurisdiction matches the attached Certificate of Good Standing) 1. Jurisdiction (State, foreign country or place where this LP is formed) 1. Delaware 2. LP Jurisdiction (Ensure that the jurisdiction matches the attached Certificate of Good Standing) 1. Jurisdiction (State, foreign country or place where this LP is formed) 1. Delaware 2. LP Jurisdiction (State, foreign country or place where this LP is formed) 1. Delaware 2. LP Jurisdiction (State, foreign country or place where this LP is formed) 1. Delaware 2. LP Jurisdiction (State, foreign country or place where this LP is formed) 1. Delaware 2. LP Jurisdiction (State, foreign country or place where this LP is formed) 2. Delaware 3. Business Addresses (Enter the complete business addresses Rems 3a and 3b cannot be a P.O. Box or 'in care of an individual or entity. 2. State Addresses of Principal Office Jurisdiction in the state of the Action of the Jurisdiction of the Jurisdiction of the Action of the Jurisdiction of the Jur]	-1 1660-		
Filling Fee - \$70.00 Cartified Copy Fee (Optional) - \$5.00 Note: Registered LPs in California may have to pay minimum \$800 tax to the California Franchise Tax Board each year. For more information, go to https://www.fbc.ca.gov/ 1. Name of Foreign LP (Only enter an alternate name if the foreign LP name in item 1a is not available in CA.) 1. Enter the Stack Name of the Foreign LP (sellisted on the Cartificate of Cood Standing.) 1. Enter the Stack Name of the Foreign LP (sellisted on the Cartificate of Cood Standing.) 1. Enter the Alternate Name to be Used in California, if required. Cood Standing.) 1. Enter the Alternate Name to be Used in California, if required. 2. LP Jurisdiction (Ensure that the jurisdiction matches the attached Cartificate of Good Standing.) 1. Jurisdiction (State, foreign occurrly or place where this LP is formed.) 2. LP Jurisdiction (State, foreign occurrly or place where this LP is formed.) 2. Bitset Addresses (Enter the complete business addresses Name 3e and 3b cannot be a P.O. Box or "in care of" an individual or entity, a Street Addresse of Principal Office - De not enter a P.O. Box 2. City (no abbreviations) 2. State Zip Code Standing. 2. State Zip Code Standing. 3. State Zip Code Standing. 4. Service of Process (Must provide either Individual OR Corporation.) 1. NDM/DIAL - Complete Items 4e and 4b only. Must include agent's full name and California street addresse. 2. California Agent's Pira Name (Fagent is not a corporation) Middle Name Last Name State Zip Code 4. Service of Process (Must provide either Individual OR Corporation.) 2. State Address (Sagent is not a corporation) - Do not enter a P.O. Box California Agent's Pira Name (Fagent's			File No	o.: 202464406350		
Certified Copy Fee (Optional) - \$5.00 Note: Registered LPa in California may have to pay minimum \$800 tax to the California Fanchible Tax Board each year. For more information, go to https://www.tfb.ca.gov/. 1. Name of Foreign LP (Only enter an attemate name if the foreign LP name in item to a is not available in CA.) 1s. Enter the Exact Name of the Foreign LP (as listed on the Certificate of Good Standing). W&D Debt Fund LP 2. LP Jurisdiction (Ensure that the jurisdiction matches the attached Certificate of Good Standing). Jurisdiction (State, foreign country or place where this LP is formed.) Delaware 3. Business Addresses (Enter the complete business addresses. Rams 3s and 3b cannot be a P.O. Box or 'in cars of an individual or entity. State 1 2p Code 2345 E 3rd Avenue, Suite 300 Denver CO 80206 Denver CO 80206 Denver CO 80206 A Service of Process (Must provide either individual OR corporation.) INDIVIDUAL - Complete Items 4s and 45 only. Must include agent's full name and California street address. California Agent's First Name (if agent is not a corporation) - Do not enter a P.O. Box CORPORATION - Complete Items 4s and 45 only. Only include the name of the registered agent Corporation. California Registered Company Witch Will Describe Described To Process (in the provide either individual OR Corporation) - Do not enter a P.O. Box CORPORATION - Complete Item 4c only. Only include the name of the registered agent Corporation. California Registered Company William (in greet is a corporation) - Do not only business in California As CSC - Lawyers Incorporating Serve Company William (in greet is a corporation) - Do not only applied be and 45 only. Only include the name of the registered agent Corporation. California Registered Company William (in greet is a corporation) - Do not only applied be and 45 only. Only include the name of the registered agent Corporation. California Registered Corporate Agent's Name (in greet is a corporation) - Do not only applied be an 45 only applied by the	Foreign Certificate of Good Standing is required.		, Date F	iled: 10/30/2024		
Note: Registered LPs in California may have to pay minimum \$800 tax to the California Franchise Tax Board each year. For more information, go to https://www.tho.a.gov/. 1. Name of Foreign LP (Only enter an alternate name if the foreign LP name in Item 1a is not available in CA.) 15. Enter the Exect Name of the Foreign LP (as listed on the Certificate of Cood Standing.) 16. Enter the Exect Name of the Foreign LP (as listed on the Certificate of Cood Standing.) 17. Universal Cookies and the Certificate of Cood Standing.) 18. Debt Fund LP 2. LP Jurisdiction (Ensure that the jurisdiction matches the attached Certificate of Good Standing.) 2. Delaware 3. Business Addresses (Enter the complete business addresses: Items 3a and 3b cannot be a P.O. Box or 'in cere of an individual or entity. 2. Street Address of Principal Office - Do not enter a P.O. Box 2. Delaware 3. Business Addresses (Enter the complete business addresses: Items 3a and 3b cannot be a P.O. Box or 'in cere of an individual or entity. 2. Street Address of Principal Office - Do not enter a P.O. Box 2. City (no abbreviations) 2. State 2 Zip Code Standing.) 2. Street Address of Principal Office - Do not enter a P.O. Box 2. Denver 2. Code Standing. 2. City (no abbreviations) 3. State 2 Zip Code Standing. 4. Service of Process (Must provide either Individual OR Corporation.) 3. Individual - Complete Items 4a and 40 only. Must include agent's full name and California street address. 3. California Agent's First Name (if agent is not a corporation) - Do not enter a P.O. Box 3. City (no abbreviations) 3. State 1 Address (if agent is not a corporation) - Do not enter a P.O. Box 4. CORPORATION - Complete Items 4a and 40 only. Must include agent is not complete Items 4a only only only include the name of the registered agent Corporation. 3. Street Address (if agent is not a corporation) - Do not enter a P.O. Box 3. City (no abbreviations) 3. State 2 Zip Code 3. Corporation - Complete Items 4a and 40 only. Must include agent is not comp	Filing Fee - \$70.00	(-	<u> </u>			_
California Franchise Tax Board each year. For more information, go to https://www.tfb.ca.gov/. 1. Name of Foreign LP (Only enter an attemate name if the foreign LP name in Item 1s is not available in CA.) 1s. Enter the Exact Name of the Foreign LP (as listed on the Certificate of Cood Standing.) 1b. Enter the Alternate Name to be Used in California, if required. 2c. LP Jurisdiction (Ensure that the jurisdiction matches the attached Certificate of Good Standing.) Jurisdiction (State, foreign country or place where this LP is formed.) Delaware 3. Business Addresses (Enter the complete business addresses Items 3s and 3b cannot be a P.O. Box or 'in care of an individual or entity. a. Street Address of Principal Office. Do not enter a P.O. Box Delaware 3. Business Addresses (Enter the complete business addresses Items 3s and 3b cannot be a P.O. Box or 'in care of an individual or entity. a. Street Address of Principal Office. Do not enter a P.O. Box Denver CO Bood Standing.) Delaware 3. Business Addresses (Enter the complete businesses addresses Items 3s and 3b cannot be a P.O. Box or 'in care of an individual or entity. a. Street Address of Principal Office. In different than item 3s City (no abbreviations) State Zip Code Address of required office in Jurisdiction of Formation, it any City (no abbreviations) State Zip Code A. Service of Process (Must provide either Individual OR Corporation) INDIVIDUAL - Complete Items 4s and 4b only. Must include agent's full name and California street address. California Agent's Fish Name (if agent is not a corporation) Address of gagent is not a corporation, it only include the name of the registered agent Corporation. California Registered Corporate Agent's Name (if agent is a corporation) — Do not complete Item 4s only. Only include the name of the registered agent Corporation. California Registered Corporate Agent's Name (if agent is a corporation) California Registered Corporate Agent's Name (if agent is a corporation) Corporation Service Company	Certifled Copy Fee (Optional) - \$5.00					
1. Name of Foreign LP (Cn)y enter an alternate name if the foreign LP name in item 1a is not available in CA) 1a. Enter the Exact Name of the Foreign LP (as listed on the Certificate of Cood Standing.) 1b. Enter the Exact Name of the Foreign LP (as listed on the Certificate of Cood Standing.) 1c. Enter the Exact Name of the Foreign LP (as listed on the Certificate of Good Standing.) 1c. Enter the Exact Name of the Foreign LP (as listed on the Certificate of Good Standing.) 1c. LP Jurisdiction (Ensure that the jurisdicition matches the attached Certificate of Good Standing.) 1c. LP Jurisdiction (Ensure that the jurisdicition matches the attached Certificate of Good Standing.) 1c. LP Jurisdiction (Ensure that the jurisdicition of the P.O. Box Delaware 2c. LP Jurisdiction (State, foreign country or place where this LP is formed.) 1c. Balloness Addresses (Enter the complete business ackdresses. Rems 3s and 3b cannot be a P.O. Box or "in care of" an individual or entity. 1c. Ballonesses (Enter the complete business ackdresses. Rems 3s and 3b cannot be a P.O. Box or "in care of" an individual or entity. 1c. Ballonesses (Addresses (Enter the complete business ackdresses. Rems 3s and 3b cannot be a P.O. Box or "in care of" an individual or entity. 1c. Ballonesses (Enter the complete business ackdresses. Rems 3s and 3b cannot be a P.O. Box or "in care of" an individual or entity. 1c. Ballonesses (Enter the complete business ackdresses. Rems 3s and 3b cannot be a P.O. Box or "in care of" an individual or entity. 1c. Ballonesses (Enter the complete business ackdresses. Rems 3s and 3b cannot be a P.O. Box or "in care of" an individual or entity. 1c. Ballonesses (Enter the complete business ackdresses. Rems 3s and 3b cannot be a P.O. Box or "in care of" an individual or entity. 1c. Ballonesses (Enter the complete business ackdresses. Rems 3s and 3b cannot be a P.O. Box or "in care of" an individual or entity. 1c. Ballonesses (Enter the care a P.O. Box or "in care of" an individual or entity. 1c. Ballonesse	California Franchise Tax Board each year. For more information	\$800 tax to the on, go to				
15. Enter the Exact Name of the Foreign LP (as listed on the Certificate of Coord Standing.)	nttps://www.πo.ca.gov/.		Above S	pace For Office L	Jse Only	
15. Enter the Exact Name of the Foreign LP (as listed on the Certificate of Coord Standing.)	1. Name of Foreign LP (Only enter an alternate name if the fore.	ign LP name in Item 1a	is not available in CA.)			
W&D Debt Fund LP 2. LP Jurisdiction (Ensure that the jurisdiction matches the attached Certificate of Good Standing.) Jurisdiction (State, foreign country or place where this LP is formed.) Delaware 3. Business Addresses (Enter the complete business addresses items 3a and 3b cannot be a P.O. Box or "in care of" an individual or entity. a. Street Address of Principal Office - Do not enter a P.O. Box City (no abbreviations) State Zip Code 2345 E 3rd Avenue, Suite 300 Denver CO 80206	1a. Enter the Exact Name of the Foreign LP (as listed on the Certificate		Atternate Name to be I	Jsed in California,	if required	•
2. LP Jurisdiction (Ensure that the jurisdiction matches the attached Certificate of Good Standing.) Jurisdiction (State, foreign country or place where this LP is formed.) Delaware 3. Business Addresses (Enter the complete business addresses. Rems 3a and 3b cannot be a P.O. Box or "in care of" an individual or entity. 3. Street Address of Principal Office - Do not enter a P.O. Box City (no abbreviations) Deriver CO 80206 Deriver Complete United office in Jurisdiction of Formation, if any City (no abbreviations) State Zip Code Composition, or Complete Item 4a and 4b only. Must include agent's full name and California street address. California Agent's First Name (if agent is not a corporation) Composition of Complete Item 4a only. Only include the name of the registered agent Corporation. California Registated Corporate Agent's Farma (if agent is not a corporation) — Do not enter a P.O. Box CORPORATION — Complete Item 4a only. Only include the name of the registered agent Corporation. California Registated Corporate Agent's Farma (if agent is not a corporation)— Do not complete Item 4a or 4b Corporation Service Company Which Will Do Business In California As CSC — Lawyers Incorporating Service General Partners (Enter the name and addresses of all the General Partners. Attach additional pages, if necessary.) General Partners (Enter the name and addresses of all the General Partners. Attach additional pages, if necessary.) Coentral Partner's Name V&D Debt Investors LLC Coentral Partner's Address 345 E 3rd Avenue, Suite 300 Penver Coentral Partner's Address City (no abbreviations) City (no abb				•		
Delaware 3. Business Addresses (Enter the complete business addresses. Items 3a and 3b cannot be a P.O. Box or "in care of" an individual or entity. a. Street Address of Principal Office - Do not enter a P.O. Box City (no abbreviations) Denver CO 80206 b. Mailing Address of Principal Office, if different than item 3a City (no abbreviations) City (no abbreviations) State Zip Code MD 20814 Care City (no abbreviations) State Zip Code MD 20814 A. Service of Process (Must provide either Individual OR Corporation.) INDIVIDUAL - Complete Items 4a and 4b only. Must include agent's full name and California street address. California Agent's First Name (if agent is not a corporation) - Do not enter a P.O. Box CORPORATION - Complete Item 4c only. Only include the name of the registered agent Corporation. California Registered Corporate Agent's Name (if agent is a corporation) - Do not complete Item 4a or 4b Ortporation Service Company Which Will Do Business In California AS CSC - Lawyers Incorporating Serv General Partners Name V&D Debt Investors LLC General Partners Name V&D Debt Investors LLC General Partners Name City (no abbreviations) City (no abbreviations) State City (no abbreviations) State City (no abbreviations) City (no abbreviations) Corporation Service Company Which Will Do Business In California As CSC - Lawyers Incorporating Serv Corporation Service Company Which Will Do Business In California As CSC - Lawyers Incorporating Serv General Partner's Name V&D Debt Investors LLC General Partner's Name City (no abbreviations) City (no abbreviations) State Zip Code CORPORATION - Complete Item 4c only. Check this box only if applicable) Check this box if the foreign limited partnership is a foreign limited liability limited partnership. attachments are part of this document. I declare that I am the person who signed this instrument, which is my act and Interest departed the information is true and correct, and I am authorized to sign. Macua Duby, Chief Investment Cit	W&D Debt Fund LP	<u></u>				
Business Addresses (Enter the complete business addresses. Items 3a and 3b cannot be a P.O. Box or "in cars of" an individual or entity. a. Street Address of Principal Office - Do not enter a P.O. Box City (no abbreviations) Denver CO 80206 80206 7272 Wisconsin Avenue, Suite 300 Bethesda Address of Principal Office, if different than item 3a City (no abbreviations) Bethesda City (no abbreviations) State Zip Code 7272 Wisconsin Avenue, Suite 1300 Bethesda Address of required effice in Jurisdiction of Formation, if any City (no abbreviations) State Zip Code 4. Service of Process (Must provide either Individual OR Corporation.) INDIVIDUAL - Complete Items 4a and 4b only. Must include agent's full name and California street address. California Agent's First Name (if agent is not a corporation) - Do not enter a P.O. Box CORPORATION - Complete Item 4c only. Only include the name of the registered agent Corporation. California Registand Corporate Agent's Name (if agent is a corporation) - Do not complete Item 4s or 4b Corporation Service Company Which Will Do Business In California As CSC - Lawyers Incorporating Service General Partners (Enter the name and addresses of all the General Partners. Attach additional pages, if necessary.) General Partner's Name W&D Debt Investors LLC General Partner's Name W&D Debt Investors LLC General Partner's Address City (no abbreviations) Denver CO 80206 Foreign Limited Liability Limited Partnership is a foreign limited liability limited partnership. attachments are part of this document. I declare that I am the person who signed this instrument, which is my act and addresses of the information is true and correct, and I am authorized to sign. Macua Duby, Chief Investment Citics of WAD Debt Investors LLC, General Partner's Signature Type or Print Name	2. LP Jurisdiction (Ensure that the jurisdiction matches the attack	ched Certificate of Good	Standing.)		- · · · · · · · · · · · · · · · · · · ·	
3. Business Addresses (Enter the complete business addresses, Rems 3a and 3b cannot be a P.O. Box or "in care of" an individual or entity. a. Street Address of Principal Office - Do not enter a P.O. Box 2345 E 3rd Avenue, Suite 300 b. Mailing Address of Principal Office, if different than item 3a City (no abbreviations) State Zip Code CO 80206 b. Mailing Address of Principal Office, if different than item 3a City (no abbreviations) State Zip Code MD 20814 Address of required office in Jurisdiction of Formation, if any City (no abbreviations) State Zip Code 4. Service of Process (Must provide either Individual OR Corporation.) INDIVIDUAL - Complete Items 4a and 4b only. Must include agent's full name and California street address. California Agent's First Name (if agent is not a corporation) - Do not enter a P.O. Box City (no abbreviations) State Zip Code CORPORATION - Complete Item 4c only. Only include the name of the registered agent Corporation. California Registered Corporate Agent's Name (if agent is a corporation) - Do not complete Item 4a or 4b Corporation Service Company Which Will Do Business In California As CSC - Lawyers Incorporating Service General Partners (Enter the name and addresses of all the General Partners. Attach additional pages, if necessary.) a. General Partners (Enter the name and addresses of all the General Partners. Attach additional pages, if necessary.) Company Limited Liability Limited Partnership (Check this box only if applicable) Check this box if the foreign limited partnership is a foreign limited liability limited partnership. attachments are part of this document. I declare that I am the person who signed this instrument, which is my act and context and a mauthorized to sign. Maicua Dully, Chief Investment Office of WAD Debt Investors LLC, General Partner's Signature Type or Print Name	Jurisdiction (State, foreign country or place where this LP is formed.)					
a. Street Address of Principal Office - Do not enter a P.O. Box 2345 E 3rd Avenue, Suite 300 b. Mailing Address of Principal Office, if different than item 3a City (no abbreviations) Denver CO 80206		Delaware				
2345 E 3rd Avenue, Suite 300 Denver CO 80206 b. Mailing Address of Principal Office, it different than item 3a City (no abbreviations) Bethesda MD 20814 Zip Code 20814	3. Business Addresses (Enter the complete business address	ses, items 3a and 3b ca	nnot be a P.O. Box or	"in care of" an indi	vidual or e	entity.)
b. Mailing Address of Principal Office, if different than item 3a 7272 Wisconsin Avenue, Suite 1300 c. Address of required office in Jurisdiction of Formation, if any c. Address of required office in Jurisdiction of Formation, if any c. Address of required office in Jurisdiction of Formation, if any c. Address of required office in Jurisdiction of Formation, if any c. Address of required office in Jurisdiction of Formation, if any c. Address of required office in Jurisdiction of Formation, if any c. Address of required office in Jurisdiction of Formation, if any c. Address of required office in Jurisdiction of Formation, if any c. Address of required office in Jurisdiction of Formation, if any c. Address of required office in Jurisdiction of Formation, if any c. Address of required office in Jurisdiction of Formation, if any c. California Agent's First Name (if agent is not a corporation) c. California Agent's First Name (if agent is not a corporation) c. California Registered Corporate Agent's Name (if agent is a corporation) — Do not complete item 4a or 4b corporation Service Company Which Will Do Business In California As CSC — Lawyers Incorporating Serv. c. General Partners (Enter the name and addresses of all the General Partners. Attach additional pages, if necessary.) c. General Partners (Enter the name and addresses of all the General Partners. Attach additional pages, if necessary.) c. Covered Partner's Name V&D Debt Investors LLC c. General Partner's Address City (no abbreviations) City (no abbreviations) State Zip Code South Code Covered Partner's Address City (no abbreviations) City (no abbreviation	a. Street Address of Principal Office - Do not enter a P.O. Box	City (no abbre	City (no abbreviations)		Zip Code	9
b. Meiling Address of Principal Office, if different than item 3a 7272 Wisconsin Avenue, Suite 1300 c. Address of required office in Jurisdiction of Formation, if any city (no abbreviations) State Zip Code 20814 23 p Code 20814 24 Service of Process (Must provide either Individual OR Corporation.) INDIVIDUAL – Complete Items 4a and 4b only. Must include agent's full name and California street address. a. California Agent's First Name (if agent is not a corporation) State Zip Code CORPORATION – Complete Items 4c only. Only include the name of the registered agent Corporation. California Registered Corporate Agent's Name (if agent is a corporation) — Do not complete Item 4a or 4b Corporation Service Company Which Will Do Business In California As CSC – Lawyers Incorporating Serv. General Partners (Enter the name and addresses of all the General Partners. Attach additional pages, if necessary.) a. General Partners (Enter the name and addresses of all the General Partners. Attach additional pages, if necessary.) Corporation Service Company Which Will Do Business In California As CSC – Lawyers Incorporating Serv. General Partners (Enter the name and addresses of all the General Partners. Attach additional pages, if necessary.) Corporation Service Company Which Will Do Business In California As CSC – Lawyers Incorporating Serv. General Partners (Enter the name and addresses of all the General Partners. Attach additional pages, if necessary.) Corporation Service Company in the foreign limited Partnership (Check this box only if applicable) Check this box if the foreign limited partnership is a foreign limited liability limited partnership. All Corporation Corporation of this document. I declare that I am the person who signed this instrument, which is my act and corporation in true and correct, and I am authorized to sign. Marcia Odley, Chief Investment Officer of Wald Debt Investors LLC, General Partners (Enter of Wald Debt Investors LLC, General Partners)	2345 E 3rd Avenue, Suite 300	Denver		l co	80206	
4. Service of Process (Must provide either Individual OR Corporation.) INDIVIDUAL – Complete Items 4a and 4b only. Must include agent's full name and California street address. 1. California Agent's First Name (if agent is not a corporation) – Do not enter a P.O. Box — City (no abbreviations) — State — CALIFORNIA Registared Corporation. — California Registared Corporation — Do not enter a P.O. Box — City (no abbreviations) — State — CALIFORNIA Registared Corporate Agent's Name (if agent is a corporation) — Do not complete item 4a or 4b — CORPORATION — Complete Item 4c only. Only include the name of the registered agent Corporation. California Registared Corporate Agent's Name (if agent is a corporation) — Do not complete item 4a or 4b — Corporation Service Company Which Will Do Business In California As CSC — Lawyers Incorporating Service General Partners (Enter the name and addresses of all the General Partners. Attach additional pages, if necessary.) 1. General Partner's Name — V&D Debt Investors LLC 2. General Partner's Address — City (no abbreviations) — State — Zip Code — Rocein Partners Address — City (no abbreviations) — Denver — CO — 80206 345 E 3rd Avenue, Suite 300 — Denver — CO — 80206 Foreign Limited Liability Limited Partnership (Check this box only if applicable) Check this box if the foreign limited partnership is a foreign limited liability limited partnership. attachments are part of this document. I declare that I am the person who signed this instrument, which is my act and entered. I further declare the information is true and correct, and I am authorized to sign. Maicus Dulley, Chief Investment Officer of Wall Debt Investors LLC, General Part — Type or Print Name		City (no abbre	City (no abbreviations)		Zip Cod	e
4. Service of Process (Must provide either Individual OR Corporation.) INDIVIDUAL - Complete Items 4e and 45 only. Must include agent's full name and California street address. 1. California Agent's First Name (if agent is not a corporation) Middle Name Last Name Suffered Address (if agent is not a corporation) - Do not enter a P.O. Box City (no abbreviations) State CA CORPORATION - Complete Item 4c only. Only include the name of the registered agent Corporation. 1. California Registared Corporate Agent's Name (if agent is a corporation) - Do not complete Item 4a or 4b Corporation Service Company Which Will Do Business In California As CSC - Lawyers Incorporating Service General Partners (Enter the name and addresses of all the General Partners. Attach additional pages, if necessary.) 1. General Partner's Name W&D Debt Investors LLC 1. General Partner's Address City (no abbreviations) State Zip Code CO Repeat Partner's Address 1. California Agent's Partner's Address City (no abbreviations) Denver CO 80206 1. Foreign Limited Liability Limited Partnership (Check this box only if applicable) 1. Check this box if the foreign limited partnership is a foreign limited liability limited partnership. 2. Address Address Address Address Address City (no abbreviations) State City (no abbreviations) 3. State Zip Code City (no abbreviations) 3. State Zip Code City (no abbreviations) 4. Address City (no abbreviations) 4. State City (no abbreviations) 5. State City (no abbreviations) 5. State City (no abbreviations) 6. State City (no abbreviations) 6. State City (no abbreviations) 6. State City (no abbreviations) 7. State City (no abbreviations) 8. State City (no abbreviations) 8. State City (no abbreviations) 8. State City (no abbreviations) 9. State City (no abbreviatio	7272 Wisconsin Avenue, Suite 1300	Bethesda	Bethesda		20814	1
INDIVIDUAL - Complete Items 4a and 4b only. Must include agent's full name and California street address. a. California Agent's First Name (if agent is not a corporation) B. Street Address (if agent is not a corporation) - Do not enter a P.O. Box City (no abbreviations) CORPORATION - Complete Item 4c only. Only include the name of the registered agent Corporation. California Registered Corporate Agent's Name (if agent is a corporation) - Do not complete Item 4a or 4b CORPORATION - Complete Item 4c only. Only include the name of the registered agent Corporation. California Registered Corporate Agent's Name (if agent is a corporation) - Do not complete Item 4a or 4b CORPORATION - Complete Item 4c only. Only include the name of the registered agent Corporation. California Registered Corporate Agent's Name (if agent is a corporation) - Do not complete Item 4a or 4b CORPORATION - Complete Item 4c only. Only include the name of the registered agent Corporation. California Registered Corporate Agent's Name (if agent is a corporation) - Do not complete Item 4a or 4b CORPORATION - Complete Item 4c only. Only include the name of the registered agent Corporation. California Registered Corporate Agent's Name (if agent is a corporation) - Do not complete Item 4a or 4b CORPORATION - Complete Item 4c or	c. Address of required office in Jurisdiction of Formation, if any	City (no abbre	viations)	State	Zip Cod	e
INDIVIDUAL - Complete Items 4a and 4b only. Must include agent's full name and California street address. a. California Agent's First Name (if agent is not a corporation) B. Street Address (if agent is not a corporation) - Do not enter a P.O. Box City (no abbreviations) CORPORATION - Complete Item 4c only. Only include the name of the registered agent Corporation. California Registered Corporate Agent's Name (if agent is a corporation) - Do not complete Item 4a or 4b CORPORATION - Complete Item 4c only. Only include the name of the registered agent Corporation. California Registered Corporate Agent's Name (if agent is a corporation) - Do not complete Item 4a or 4b CORPORATION - Complete Item 4c only. Only include the name of the registered agent Corporation. California Registered Corporate Agent's Name (if agent is a corporation) - Do not complete Item 4a or 4b CORPORATION - Complete Item 4c only. Only include the name of the registered agent Corporation. California Registered Corporate Agent's Name (if agent is a corporation) - Do not complete Item 4a or 4b CORPORATION - Complete Item 4c only. Only include the name of the registered agent Corporation. California Registered Corporate Agent's Name (if agent is a corporation) - Do not complete Item 4a or 4b CORPORATION - Complete Item 4c or	4. Service of Process (Must provide either Individual OR Corp.	oration.)			1	
CORPORATION - Complete Item 4c only. Only include the name of the registered agent Corporation. California Registered Corporate Agent's Name (if agent is a corporation) - Do not complete Item 4a or 4b Corporation Service Company Which Will Do Business In California As CSC - Lawyers Incorporating Serv. General Partners (Enter the name and addresses of all the General Partners. Attach additional pages, if necessary.) a. General Partner's Name W&D Debt Investors LLC D. General Partner's Address City (no abbreviations) Denver City (no abbreviations) State Zip Code CO 80206 Foreign Limited Liability Limited Partnership (Check this box only if applicable) Check this box if the foreign limited partnership is a foreign limited liability limited partnership. attachments are part of this document. I declare that I am the person who signed this instrument, which is my act and ed. I further declare the information is true and correct, and I am authorized to sign. Maicus Duley, Chief Investment Officer of WAD Debt Investors LLC, General Partners Signature Type or Print Name	•	-	mia street address.			
CORPORATION - Complete Item 4c only. Only include the name of the registered agent Corporation. California Registared Corporate Agent's Name (if agent is a corporation) - Do not complete Item 4a or 4b Corporation Service Company Which Will Do Business In California As CSC - Lawyers Incorporating Service. General Partners (Enter the name and addresses of all the General Partners. Attach additional pages, if necessary.) General Partner's Name W&D Debt Investors LLC General Partner's Address City (no abbreviations) Denver CO 80206 Foreign Limited Liability Limited Partnership (Check this box only if applicable) Check this box if the foreign limited partnership is a foreign limited liability limited partnership. attachments are part of this document. I declare that I am the person who signed this instrument, which is my act and ed. I further declare the information is true and correct, and I am authorized to sign. Marcua Duley, Chief Investment Officer of WAD Debt Investors LLC, General Partnership (SIREV 06/2023)	a. California Agent's First Name (if agent is not a corporation)	Middle Name	Last Na	me	-	Suffi
CORPORATION - Complete Item 4c only. Only include the name of the registered agent Corporation. California Registered Corporate Agent's Name (if agent is a corporation) - Do not complete Item 4a or 4b Corporation Service Company Which Will Do Business In California As CSC - Lawyers Incorporating Serv General Partners (Enter the name and addresses of all the General Partners. Attach additional pages, if necessary.) General Partner's Name W&D Debt Investors LLC General Partner's Address City (no abbreviations) Denver CO 80206 Foreign Limited Liability Limited Partnership (Check this box only if applicable) Check this box if the foreign limited partnership is a foreign limited liability limited partnership. attachments are part of this document, I declare that I am the person who signed this instrument, which is my act and ed. I further declare the information is true and correct, and I am authorized to sign. Marcus Duley, Chief Investment Officer of WAD Debt Investors LLC, General Partner's Signature Type or Print Name	o. Street Address (if agent is not a corporation) - Do not enter a P.O. Box	City (no abbre	viations)	State Zip C		e
California Registered Corporate Agent's Name (if agent is a corporation) — Do not complete item 4a or 4b corporation Service Company Which Will Do Business In California As CSC — Lawyers Incorporating Serv . General Partners (Enter the name and addresses of all the General Partners. Attach additional pages, if necessary.) a. General Partner's Name W&D Debt Investors LLC . General Partner's Address City (no abbreviations) Denver CO 80206 Foreign Limited Liability Limited Partnership (Check this box only if applicable) Check this box if the foreign limited partnership is a foreign limited liability limited partnership. attachments are part of this document. I declare that I am the person who signed this instrument, which is my act and ed. I further declare the information is true and correct, and I am authorized to sign. Maicus Dulsy, Chief Investment Officer of W&D Debt Investors LLC, General Partner's Signature Type or Print Name		<u> </u>		CA		
orporation Service Company Which Will Do Business In California As CSC - Lawyers Incorporating Serv. General Partners (Enter the name and addresses of all the General Partners. Attach additional pages, if necessary.) General Partner's Name W&D Debt Investors LLC General Partner's Address City (no abbreviations) Denver CO 80206 Foreign Limited Liability Limited Partnership (Check this box only if applicable) Check this box if the foreign limited partnership is a foreign limited liability limited partnership. attachments are part of this document. I declare that I am the person who signed this instrument, which is my act and ed. I further declare the information is true and correct, and I am authorized to sign. Marcus Duley, Chief Investment Officer of W&D Debt Investors LLC, General Partner's Signature Type or Print Name						
General Partners (Enter the name and addresses of all the General Partners. Attach additional pages, if necessary.) a. General Partner's Name W&D Debt Investors LLC b. General Partner's Address City (no abbreviations) Denver CO 80206 Foreign Limited Liability Limited Partnership (Check this box only if applicable) Check this box if the foreign limited partnership is a foreign limited liability limited partnership. attachments are part of this document. I declare that I am the person who signed this instrument, which is my act and ed. I further declare the information is true and correct, and I am authorized to sign. Maircus Duley, Chief Investment Officer of W&D Debt Investors LLC, General Partner's Signature Type or Print Name						
General Partners (Enter the name and addresses of all the General Partners. Attach additional pages, if necessary.) a. General Partner's Name W&D Debt Investors LLC b. General Partner's Address City (no abbreviations) Denver CO 80206 Foreign Limited Liability Limited Partnership (Check this box only if applicable) Check this box if the foreign limited partnership is a foreign limited liability limited partnership. attachments are part of this document. I declare that I am the person who signed this instrument, which is my act and ed. I further declare the information is true and correct, and I am authorized to sign. Maircus Duley, Chief Investment Officer of W&D Debt Investors LLC, General Partner's Signature Type or Print Name	orporation Service Company Which Will Do Busir	ness In California	As CSC - Lawy	ers Incorpor	rating S	Servi
W&D Debt Investors LLC Degeneral Partner's Address City (no abbreviations) Denver CO 80206 Foreign Limited Liability Limited Partnership (Check this box only if applicable) Check this box if the foreign limited partnership is a foreign limited liability limited partnership. attachments are part of this document. I declare that I am the person who signed this instrument, which is my act and ed. I further declare the information is true and correct, and I am authorized to sign. Marcus Duley, Chief Investment Officer of WAD Debt Investors LLC, General Partner of Partner's Signature Type or Print Name	. General Partners (Enter the name and addresses of all the Ge	eneral Partners. Attach	additional pages, if ne	cessary.)		
City (no abbreviations) City (no abbreviations) Code					· · · · · · · · · · · · · · · · · · ·	
2345 E 3rd Avenue, Suite 300 Denver CO 80206 Foreign Limited Liability Limited Partnership (Check this box only if applicable) Check this box if the foreign limited partnership is a foreign limited liability limited partnership. attachments are part of this document. I declare that I am the person who signed this instrument, which is my act and ed. I further declare the information is true and correct, and I am authorized to sign. Marcus Duley, Chief Investment Officer of WaD Debt Investors LLC, General Partner and Partner's Signature Type or Print Name						
Foreign Limited Liability Limited Partnership (Check this box only if applicable) Check this box if the foreign limited partnership is a foreign limited liability limited partnership. attachments are part of this document. I declare that I am the person who signed this instrument, which is my act and ed. I further declare the information is true and correct, and I am authorized to sign. Marcus Duley, Chief Investment Officer of WAD Debt Investors LLC, General Partner's Signature Type or Print Name		City (no abbre	viations)	State	Zip Coo	le
Check this box if the foreign limited partnership is a foreign limited liability limited partnership. attachments are part of this document. I declare that I am the person who signed this instrument, which is my act and ed. I further declare the information is true and correct, and I am authorized to sign. Marcus Dulsy, Chief Investment Officer of W&D Debt Investors LLC, General Partner of Partner's Signature Type or Print Name					6	
attachments are part of this document. I declare that I am the person who signed this instrument, which is my act and ed. I further declare the information is true and correct, and I am authorized to sign. Maircus Duley, Chief Investment Officer of WAD Debt Investors LLC, General Part Type or Print Name 5.(REV.06/2023)	Foreign Limited Liability Limited Partnership (Check	this box only if applicat	ole)			
Marcus Duley, Chief investment Officer of W&D Debt Investors LLC, General Part Eneral Partner's Signature Type or Print Name	Check this box if the foreign limited partnership is a foreign li	imited liability limited	partnership.			
eneral Partner's Signature Type or Print Name	attachments are part of this document. I declare that I are do. I further doctare the information is true and correct,	am the person who and I am authorize	signed this instru d to sign.	ıment, which is	my act	and
eneral Partner's Signature Type or Print Name	1/1	Marcus (Duley, Chief Investment Office	er of W&D Debt Investor	n LLC, Gene	ral Parti
5 (REV 06/2023)	eneral Partner's Signature					
2003 Catifornia Country of	-5 (REV 06/2023)	26-		_		

LP-5



Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF

DELAWARE, DO HEREBY CERTIFY "W&D DEBT 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 THIRTIETH DAY OF OCTOBER, A.D. 2024.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "W&D DEBT FUND LP" WAS FORMED ON THE TWENTY-FIRST DAY OF MARCH, A.D. 2024.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN ASSESSED TO DATE.

Authentication: 204753597

Date: 10-30-24