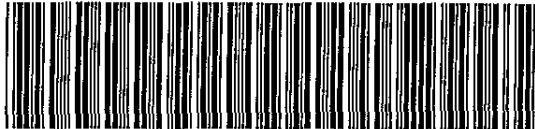


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02/12/04--01051--008 **2166.25

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only

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LL 03/30/04

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DIVISION OF CORPORATIONS
04 MAR 29 AM 10:41

TURN KEY HEDGE FUNDS, INC.

www.turnkeyhedgefunds.com

3300 University Drive
Suite #311
Coral Springs, Florida 33065
(888) 263-4774
(954) 344-0288 (fax)

11 South LaSalle Street
Suite #1500
Chicago, Illinois 60603
(312) 641-3723
(312) 368-1361 (fax)

Please Reply to Florida Office

January 2, 2004

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

W04-7718

RE: Cilantro Fund Partners, Ltd.	\$ 1,846.25
Cilantro Fund Management, LLC	\$ 160.00
Cilantro Fund Advisors, LLC	\$ 160.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
04 MAR 29 AM 10:14

Dear Sir or Madam,

Enclosed herein please find an Application by Foreign Limited Partnership for Authorization to transact Business in Florida, and an Affidavit of Capital Contributions for a Foreign Limited Partnership.

Also enclosed is one check in the amount of \$2,166.25 representing the filing and certified copy fees for these formations. Please return file-stamped copies to this office in the enclosed envelope which I have provided.

Should you have any questions, please feel free to call the undersigned at (888) 263-4774.

Very truly yours,

Lyn McDonald
Lyn McDonald

kc
enclosure



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

February 24, 2004

LYN MCDONALD
TURN KEY HEDGE FUNDS, INC.
3300 UNIVERSITY DRIVE SUITE #311
CORAL SPRINGS, FL 33065

SUBJECT: CILANTRO FUND PARTNERS, LTD.
Ref. Number: W04000007718

We have received your document for CILANTRO FUND PARTNERS, LTD. and your check(s) totaling \$2166.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

The figure in #2 of your affidavit cannot be larger than the figure in #1.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6958.

Lee Rivers
Document Specialist

Letter Number: 204A00012374

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
04 MAR 29 AM 10:41

TURN KEY HEDGE FUNDS, INC.

www.turnkeyhedgefunds.com

3300 University Drive
Suite #311
Coral Springs, Florida 33065
(888) 263-4774
(954) 344-0288 (fax)

11 South LaSalle Street
Suite #1500
Chicago, Illinois 60603
(312) 641-3723
(312) 368-1361 (fax)

Please Reply to Florida Office

March 23, 2004

Attention: Lee Rivers, document Specialist
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RE: Cilantro Fund Management, LLC \$ 160.00
Cilantro Fund Advisors, LLC \$ 160.00

Dear Sir or Madam,

Enclosed herein please find an amended Application by Foreign Limited Partnership for Authorization to transact Business in Florida along with a copy of your return letter dated February 24, 2004. As per your instructions, I have attached an original certificate of existence for each entity and completed section 6 of the application.

Please return file-stamped copies to this office in the enclosed envelope which I have provided.

Should you have any questions, please feel free to contact me at (888) 263-4774.

Very truly yours,


Lyn McDonald

llm
enclosure

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
04 MAR 29 AM 10:42

LAW OFFICES
MICHAEL LAPAT

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

11 South LaSalle Street
Suite # 1500
Chicago, Illinois 60603
(312) 641-3723
(312) 368-1361 (Fax)

Please Reply to Florida Office

March 6, 2004

Attn: Lee Rivers, Document Specialist
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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DIVISION OF CORPORATIONS
04 MAR 29 AM 10:42

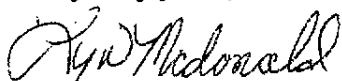
Dear Mr. Rivers,

Thank you for taking the time to speak with me on the telephone today. Enclosed herein please find amended filing documents for Cilantro Fund Partners, Ltd. As per your instructions, Item No. 2 of the Affidavit of Capital Contributions has been amended.

I have also enclosed a copy of your return letter dated February 24, 2004. Please send file-stamped certified copies to this office in the enclosed envelope which has been provided for you.

Should you have any questions, please do not hesitate to contact the undersigned at 888-263-4774.

Very truly yours,


Lyn McDonald

Im
enclosure

**APPLICATION BY FOREIGN LIMITED PARTNERSHIP FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

1. CILANTRO FUND PARTNERS, LTD.
(Name of limited partnership as it is in the home state)

2. _____
(If name is unavailable, name under which the limited partnership proposes to register or transact business in Florida;
must contain the word "LIMITED" or "LTD.")


3. NEW YORK 4. 3/5/2003
(State of Formation) (Date of Formation)

5. TIMOTHY SYKES
(Name of Registered Agent for Service of Process)

6. 3300 UNIVERSITY DRIVE, SUITE # 311
(Street Address of Registered Office)

CORAL SPRINGS, Florida 33065
(City) (Zip Code)

7. Acceptance by the Registered Agent for Service of Process:



(Agent must sign on this line)

8. 3300 UNIVERSITY DRIVE, SUITE # 311

CORAL SPRINGS, FL 33065
(Address of registered office required in state of formation or, if not required, address of principal office.)

9. NAMES OF GENERAL PARTNERS	STREET ADDRESS
<u>TIMOTHY SYKES</u>	<u>3300 UNIVERSITY DR., SUITE 311</u>
	<u>CORAL SPRINGS, FL 33065</u>

10. 3300 UNIVERSITY DRIVE, SUITE 311, CORAL SPRINGS, FL 33065
(Office where Names, Addresses and Contributions of Limited Partners are kept.)

11. The limited partnership will undertake to keep the records listing the addresses and capital contributions of the limited partner or limited partners until the limited partnership's registration in Florida is canceled or withdrawn.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
04 MAR 29 AM 10:42

12. 3300 UNIVERSITY DRIVE, SUITE # 311

CORAL SPRINGS, FL 33065

(Mailing Address of Limited Partnership)

Under penalties of perjury I, being duly sworn, declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Signed this 9th day of Feb, 2004

[Handwritten Signature]

General Partner

STATE OF FL

COUNTY OF Orange

On this 9th day of Feb, 2004

TIMOTHY SYKES, personally appeared before

who is personally known to me

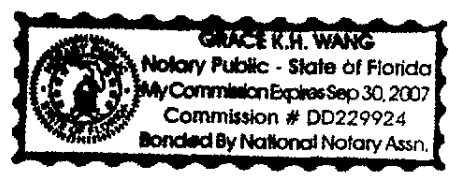
whose identity I proved on the basis of Passport / Driver License

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SECRETARY OF CORPORATIONS
MAR 29 AM 10:42

[Handwritten Signature]
(Notary Public Signature)

GRACE K H WANG
(Notary's Printed Name)

Seal My Commission Expires: 9/30/2007



AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A FOREIGN LIMITED PARTNERSHIP

BEFORE ME the undersigned personally appeared Timothy Sykes, Manager of Cilantro Fund Partners, Ltd., G.P. a general partner of Cilantro Fund Partners, Ltd., a (an) _____ limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

1. The amount of capital contributions of the limited partners is \$ 912,489.25
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 912,489.25

Under the penalties of perjury I, being duly sworn, declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Signed this 9th day of Feb, 2004




General Partner

STATE OF FL
COUNTY OF Orange

On this 9th day of Feb, 2004

Timothy Sykes, personally appeared before me,

- who is personally known to me
 whose identity I proved on the basis of Passport #701812937



(Notary Public Signature)
GRACE KH WANG

(Notary's Printed Name)

Seal My Commission Expires: 9/30/2007

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
04 MAR 29 AM 10:42

