

M04000001187

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

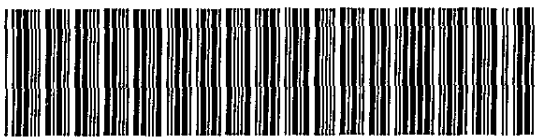
(Document Number)

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
04 MAR 29 AM 10:30
W 03/20/04

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

W04-7725

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
04 MAR 29 AM 10:30

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.
11 SOUTH LASALLE STREET, SUITE #1500
CHICAGO, IL 60603

SUBJECT: CILANTRO FUND MANAGEMENT, LLC
Ref. Number: W04000007725

(900) 835 3677
sent \$2500
7-12 days

We have received your document for CILANTRO FUND MANAGEMENT, LLC 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 date first transacted business in Florida within the meaning of s. 607.1501 or 608.501, F.S., must be set forth in section 6 of the application. If the corporation/limited liability company has not yet transacted business in Florida within this meaning, please insert the words "upon qualification" in lieu of a date. (Note: Pursuant to s. 607.1502(4), F.S., this office collects a civil penalty of \$1000 for each year other than the application filing year, that a foreign corporation or limited liability company transacts business in this state without authority along with the past annual report/uniform business report fees due this office.)

A certificate of existence or a certificate of good standing, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

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: 904A00012383

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
04 MAR 29 AM 10:30

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
04 MAR 29 AM 10:30

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

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

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

lm
enclosure

FILED
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
04 MAR 29 AM 10:22

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. Cilantro Fund Management, LLC
(Name of foreign limited liability company)

2. New York 3. 56-2326884
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. 3/5/2003 5. 12/31/2051
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")

6. Upon Qualification
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))

7. 3300 University Drive, Suite # 311
Coral Springs, FL 33065
(Street address of principal office)

8. If limited liability company is a manager-managed company, check here

9. The name and usual business addresses of the managing members or managers are as follows:

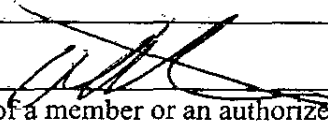
Timothy Sykes 3300 University Drive, Suite 311

Coral Springs, FL 33065

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: _____

Financial Industry


Signature of a member or an authorized representative of a member.
(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Timothy Sykes
Typed or printed name of signee

FILED
SECRETARY OF CORPORATIONS
04 MAR 29 AM 10:30

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

Cilantro Fund Management, LLC

2. The name and the Florida street address of the registered agent and office are:

Timothy Sykes

(Name)

3300 University Drive, Suite 311

Florida street address (P.O. Box **NOT** ACCEPTABLE)

Coral Springs

FL 33065

(City/State/Zip)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
04 MAR 29 AM 10:30

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.



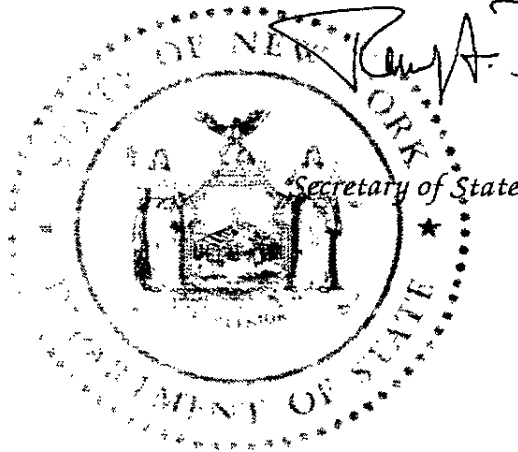
(Signature)

\$ 100.00	Filing Fee for Application
\$ 25.00	Designation of Registered Agent
\$ 30.00	Certified Copy (optional)
\$ 5.00	Certificate of Status (optional)

State of New York | **ss:**
Department of State

I hereby certify, that CILANTRO FUND MANAGEMENT, LLC a NEW YORK Limited Liability Company filed Articles of Organization pursuant to the Limited Liability Company Law on 03/05/2003, and that the Limited Liability Company is subsisting so far as shown by the records of the Department.

Witness my hand and the official seal of the Department of State at the City of Albany, this 12th day of March two thousand and four.



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SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
04 MAR 29 AM 10:30