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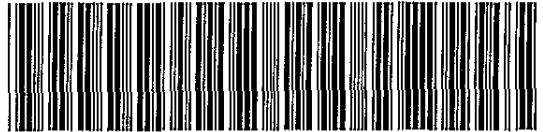
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03 APR 30 AM 8:37

SECRETARY OF STATE
TALLAHASSEE FLORIDA

DAVID R. ALLEN

Attorney at Law

407 East Main Street
Murfreesboro, TN 37130
Telephone: (615) 898-0828
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drlaw@mindspring.com

March 17, 2003

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

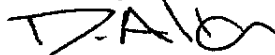
Dear Sir/Madam:

Please find enclosed a Certificate of Limited Partnership for Windsor Alternative Investment Fund I, LP. Also enclosed is a check for \$1,785.00.

Please date stamp and return the copy of this transmittal letter in the enclosed self-addressed stamped envelope.

If you have any questions or comments, please call.

Sincerely,



David R. Allen
Attorney at Law

DRA/cka
Enclosure



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

March 20, 2003

DAVID R. ALLEN
407 EAST MAIN STREET
MURFREESBORO, TN 37130

SUBJECT: WINDSOR ALTERNATIVE INVESTMENT FUND I, LP
Ref. Number: W03000008037

We have received your document for WINDSOR ALTERNATIVE INVESTMENT FUND I, LP and your check(s) totaling \$1785.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must add a limited partnership suffix to the name, such as LTD., LIMITED, or LIMITED PARTNERSHIP.

Every corporation, limited partnership, general partnership, limited liability company or trust listed as a general partner of a limited partnership, general partnership, or registered limited liability partnership must have an active registration/filing on file with this office before this filing will be completed. We are enclosing the appropriate instructions and/or forms for your convenience.

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) 245-6967.

Michelle Hodges
Document Specialist

Letter Number: 403A00017125

DAVID R. ALLEN

Attorney at Law

407 East Main Street
Murfreesboro, TN 37130
Telephone: (615) 898-0828
Fax: (615) 898-0947
drlaw@mindspring.com

April 14, 2003

Ms. Michelle Hodges
Document Specialist
Florida Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Subject: Windsor Alternative Investment Fund I, Ltd.
Reference Number: W03000008037

Dear Ms. Hodges:

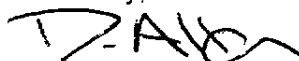
In response to your letter dated March 20, 2003, regarding Windsor Alternative Investment Fund I, Ltd., please find attached the following:

1. A revised Certificate of Limited Partnership for Windsor Alternative Investment Fund I, Ltd. with "Ltd" at the end of its name.
2. An Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida for Windsor Alternative Investments, LLC, the general partner of Windsor Alternative Investment Fund I, Ltd.
3. An original and duly authenticated certificate of existence from the state of Minnesota for Windsor Alternative Investments, LLC.
4. A check for \$125.00 for the Application by Foreign Limited Liability Company for Authorization to Transact Business.

Please date stamp and return the copy of this transmittal letter in the enclosed self-addressed stamped envelope.

If you have any questions or comments, please call.

Sincerely,



David R. Allen
Attorney at Law

DRA/cka
Enclosure



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

April 21, 2003

DAVID R. ALLEN
407 EAST MAIN STREET
MURFREESBORO, TN 37130

SUBJECT: WINDSOR ALTERNATIVE INVESTMENT FUND I, LP
Ref. Number: W03000008037

We have received your document for WINDSOR ALTERNATIVE INVESTMENT FUND I, LP and your check(s) totaling \$125.00. However, the document has not been filed and is being retained in this office for the following:

Every corporation, limited partnership, general partnership, limited liability company or trust listed as a general partner of a limited partnership, general partnership, or registered limited liability partnership must have an active registration/filing on file with this office before this filing will be completed. We are enclosing the appropriate instructions and/or forms for your convenience.

The application to qualify the General Partner WINDSOR ALTERNATIVE INVESTMENTS, LLC has been rejected for failure to supply an original Certificate of Good Standing.

Please return 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) 245-6967.

Michelle Hodges
Document Specialist

Letter Number: 703A00024061

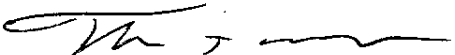
CERTIFICATE OF LIMITED PARTNERSHIP

Windsor Alternative Investment Fund I, Ltd.

1. _____
(Name of Limited Partnership; must contain a suffix such as "Limited", "Ltd.", or "Limited Partnership")
2. 224 Tarpon Street, Tavernier, FL 33070

(Business address of Limited Partnership)
3. Thomas J. Newberry

(Name of Registered Agent for Service of Process)
4. 224 Tarpon Street, Tavernier, FL 33070

(Florida street address for Registered Agent)
5. 

(Registered Agent must sign here to accept designation as Registered Agent for Service of Process)
6. 224 Tarpon Street, Tavernier, FL 33070

(Mailing Address of the Limited Partnership)

7. The latest date upon which the Limited Partnership is to be dissolved is: 12/31/2053
8. Name(s) of general partner(s): _____ Street address: _____

Windsor Alternative Investments, LLC

224 Tarpon Street
Tavernier, FL 33070

MO3-1367

Under penalties of perjury I (we) declare that I (we) have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Signed this 17th day of March, 2003

Signature of all general partners:

Windsor Alternative Investments, LLC

By: John J. [Signature], President

General Partner

General Partner

General Partner

General Partner

General Partner

General Partner

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**AFFIDAVIT OF CAPITAL CONTRIBUTIONS
FOR FLORIDA LIMITED PARTNERSHIP**

The undersigned constituting all of the general partners of _____
Windsor Alternative Investment Fund I, Ltd.

a Florida Limited Partnership, certify:

The amount of capital contributions to date of the limited partners is \$ 100.

The total amount contributed and anticipated to be contributed by the limited partners at this time
totals \$ 50,000,000.

Signed this 17th day of March, 2003.

FURTHER AFFIANT SAYETH NOT.

*Under the penalties of perjury I (we) declare that I (we) have read the foregoing and know the
contents thereof and that the facts stated herein are true and correct.*

Windsor Alternative Investments, LLC

By: [Signature], President

General Partner

General Partner

General Partner

General Partner

General Partner

General Partner