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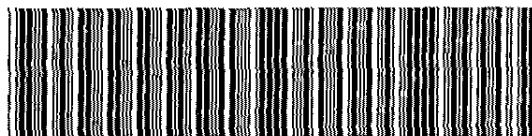
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TALLAHASSEE FLORIDA

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**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

Please Reply to Florida Office

October 7, 2004

Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

RE: Green Oak Hedge Fund, Ltd.	\$1,846.25
Green Oak Management, LLC	\$ 160.00
<u>Green Oak Advisors, LLC</u>	<u>\$ 160.00</u>
	\$2,166.25

Dear Sir or Madam:

Enclosed herein, please find a Certificate of Limited Partnership and Articles of Organization for the above referenced LLC's.

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 do not hesitate to contact the undersigned at 888-263-4774.

Very truly yours,


Kristine Cobban

kdc
enclosure

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TALLAHASSEE, FLORIDA

CERTIFICATE OF LIMITED PARTNERSHIP

1. Green Oak Hedge Fund, Ltd.
(Name of Limited Partnership; must contain a suffix such as "Limited", "Ltd.", or "Limited Partnership")
2. 9455C Boca Gardens Circle South, Boca Raton, FL 33496
(Business address of Limited Partnership)
3. Mark Colodne
(Name of Registered Agent for Service of Process)
4. 9455C Boca Gardens Circle South, Boca Raton, FL 33496
(Florida street address for Registered Agent)
5. see below
(Registered Agent must sign here to accept designation as Registered Agent for Service of Process)
6. 9455C Boca Raton Circle South, Boca Raton, FL 33496
(Mailing Address of the Limited Partnership)

7. The latest date upon which the Limited Partnership is to be dissolved is: 12/31/2051
8. Name(s) of general partner(s): _____ Street address: _____

Green Oak Management, LLC

9455C Boca Gardens Circle South

W4- 74791

Boca Raton, FL 33496

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 7th day of October, 2004

Signature of all general partners:

Mark N. Colodne
General Partner

General Partner

By: Mark Colodne, Manager of Green Oak

Management, LLC, General Partner

General Partner

General Partner

General Partner

General Partner

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TALLAHASSEE, FLORIDA

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Registered Agent

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

The undersigned constituting all of the general partners of _____
Green Oak Hedge Fund, Ltd.

a Florida Limited Partnership, certify:

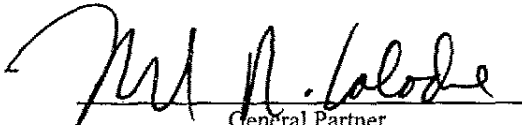
The amount of capital contributions to date of the limited partners is \$ 0.00.

The total amount contributed and anticipated to be contributed by the limited partners at this time
totals \$ 1,000,000.00.

Signed this 7th day of October, 2004.

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.*



General Partner
By: Mark Colodine, Manager of Green Oak
Management, LLC, General Partner

General Partner

General Partner

General Partner

General Partner

General Partner

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TALLAHASSEE, FLORIDA

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