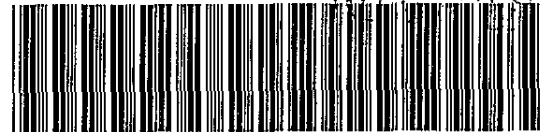


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SECRETARY OF STATE
FLORIDA



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04/27/04--01010--019 **1785.00

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NEW YORK OFFICE
152 West 57th Street
18th Floor
New York, NY 10019
(212) 957-4600

(312) 986-3229

April 23, 2004

VIA OVERNIGHT DELIVERY

Florida Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: Amadeus Advisors, LLC and
Amadeus Market Neutral Fund, L.P.

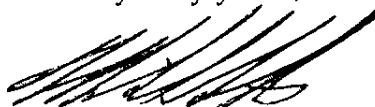
Dear Sir or Madam:

Enclosed please find an original and a copy of an Application for a Certificate of Authority for Amadeus Advisors, LLC and an original and a copy of an Application for Authority to Transact Business for Amadeus Market Neutral Fund, L.P. We have also enclosed two (2) checks - one made payable for the limited liability company for \$125.00 and one for the limited partnership for \$1,785.00. Further, we have enclosed a Certificate of Good Standing for Amadeus Advisors, LLC issued by the Delaware Secretary of State on April 12, 2004.

Once you have filed both documents, please return file-stamped copies to me in the enclosed self-addressed stamped envelope.

If you have any questions, please do not hesitate to contact me.

Very truly yours,



Michael D. Sefton

MDS/ea
Enclosures

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

FILED

1. Amadeus Market Neutral Fund, L.P. 2004 APR 26 P 4: 19
(Name of limited partnership as it is in the home state)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.")

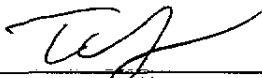
3. Delaware 4. March 29, 2004
(State of Formation) (Date of Formation)

5. Tal Schwartz
(Name of Registered Agent for Service of Process)

6. 730 12th Street, Apt. 12
(Street Address of Registered Office)

Miami Beach, Florida 33139
(City) (Zip Code)

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


(Agent must sign on this line)

8. 1220 North Market Street, Suite 606

Wilmington, Delaware 19801
(Address of registered office required in state of formation or, if not required, address of principal office.)

9. NAMES OF GENERAL PARTNERS

STREET ADDRESS

Amadeus Advisors, LLC 730 12th Street, Apt. 12
MO46000001673

Miami Beach, Florida 33139

10. 730 12th Street, Apt. 12, Miami Beach, Florida 33139
(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.

CONTINUED

12. 730 12th Street, Apt. 12

FILED

Miami Beach, Florida 33139

(Mailing Address of Limited Partnership)

2004 APR 26 P 4:19

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.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Signed this 8th day of April, 2004.



Tal Schwartz as ^{General Partner} Member of Amadeus Advisors, LLC,

STATE OF Illinois

general partner

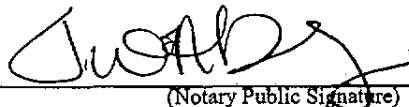
COUNTY OF Cook

On this 8th day of April, 2004.

Tal Schwartz, personally appeared before me,

☒ who is personally known to me

☐ whose identity I proved on the basis of _____


(Notary Public Signature)

Julie A. Downey
(Notary's Printed Name)

Seal

My Commission Expires:

12/01/07



AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A FOREIGN LIMITED PARTNERSHIP

FILED

BEFORE ME the undersigned personally appeared Tal Schwartz as Member of Amadeus Advisors, LLC, a general partner of Amadeus Market Neutral Fund, L.P. a Delaware limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

2004 APR 26 P 4:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The amount of capital contributions of the limited partners is \$ 0.
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 1,000,000.

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 8th day of April, 2004.



General Partner
Tal Schwartz as Member of Amadeus Advisors, LLC,
general partner

STATE OF Illinois

COUNTY OF Cook

On this 8th day of April, 2004,

Tal Schwartz, personally appeared before me,

☒ who is personally known to me

☐ whose identity I proved on the basis of _____


(Notary Public Signature)

Julie A. Downey
(Notary's Printed Name)

Seal

My Commission Expires: 12/01/07

