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GP must be active

TC
\$67,700,000.00

Edwards & Angell LLP

One North Clematis Street Suite 400 West Palm Beach, FL 33401 561.833.7700 fax 561.655.8719

Rebecca Fortuna Black
Direct Dial: (561) 820-0260
Direct Fax: (888) 325-9197
E-Mail: rblack@EdwardsAngell.com

October 8, 2004

Via FedEx

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

Dear Sir or Madam:

Enclosed are applications for the following Nevada limited partnerships to qualify in Florida:

1. Tequesta Mortgage Fund L.P.;
2. Tequesta Fund Limited Partnership; and
3. Tequesta Capital Advisors Limited Partnership.

Each filing includes a check in the amount of \$1,750 for the maximum fee on contributions and a check in the amount of \$96.25 for a certified copy of the filing and a good standing certificate.

Please return the certified copies and good standings to the undersigned. Please call me if you have any questions.

Sincerely,



Rebecca Fortuna Black, CLAS
Corporate Paralegal

Enclosures

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FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

October 14, 2004

REBECCA FORTUNA BLACK, CLAS
EDWARDS & ANGELL LLP
ONE NORTH CLEMATIS STREET, SUITE 400
WEST PALM BEACH, FL 33401

SUBJECT: TEQUESTA FUND LIMITED PARTNERSHIP
Ref. Number: W04000037904

We have received your document for TEQUESTA FUND LIMITED PARTNERSHIP and your check(s) totaling \$1846.25. 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.

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) 245-6913.

Diane Cushing
Document Specialist

Letter Number: 204A00059288

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

1. TEQUESTA FUND LIMITED PARTNERSHIP

(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. NEVADA

(State of Formation)

4. APRIL 26, 1999

(Date of Formation)

5. ANGELL CORPORATE SERVICES, INC.

(Name of Registered Agent for Service of Process)

6. ONE N CLEMATIS STREET, SUITE 400

(Street Address of Registered Office)

WEST PALM BEACH

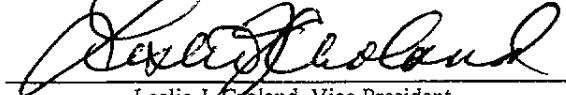
(City)

Florida

33401

(Zip Code)

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



Leslie J. Croland, Vice President
(Agent must sign on this line)

8. 4270 S DECATUR BLVD., STE B- LAS VEGAS NV 89103

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

9. NAMES OF GENERAL PARTNERS

STREET ADDRESS

B04000000532

Tequesta Capital Advisors Limited Partnership, 4270 S. Decatur Blvd., Ste. B-6, Las Vegas NV 89103

10. 3801 PGA BOULEVARD, #803, PALM BEACH GARDENS FL 33410

(Office where Names, Addresses and Contributions of Limited Partners are kept)

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

CONTINUED

12. 3801 PGA BOULEVARD, #803, PALM BEACH GARDENS FL 33410

(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 23rd day of September, 2004.

Tequesta Fund Limited Partnership

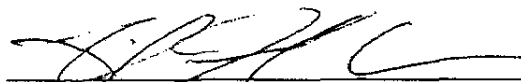
By: Tequesta Capital Advisors Limited Partnership, its
general partner


General Partner

STATE OF FLORIDA

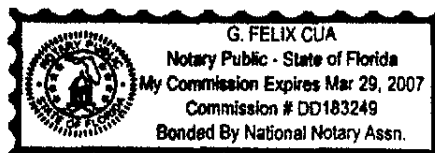
COUNTY OF PALM BEACH

On this 23rd day of September, 2004, Yoshiyuki Nobumoto, personally appeared before me,
who is personally known to me


(Notary Public Signature)

G. Felix Cua
(Notary's Printed Name)

Seal My Commission Expires: 3/29/07



FILED
2004 SEP 10 P 4:17
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

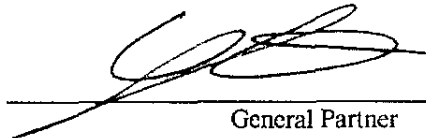
**AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A
FOREIGN LIMITED PARTNERSHIP**

BEFORE ME the undersigned personally appeared, Yoshiyuki Nobumoto, manager of the general partner of Tequesta Fund Limited Partnership, a Nevada limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

1. The amount of capital contributions of the limited partners is \$ 67,700,000
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$67,700,700

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 23rd day of September, 2004.



General Partner

STATE OF FLORIDA

COUNTY OF PALM BEACH

On this 23rd day of September, 2004, Yoshiyuki Nobumoto personally appeared before me,
who is personally known to me.



(Notary Public Signature)

G. Felix Cua
(Notary's Printed Name)

Seal My Commission Expires: 3/29/07

