

B05000000550

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

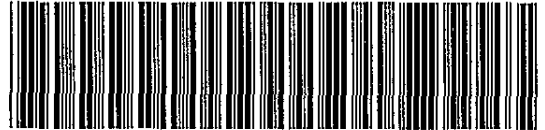
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TALLAHASSEE, FLORIDA

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COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Living Water Fund II, LP
(Name of Foreign Limited Partnership)

Dear Sir or Madam:

The enclosed application, affidavit and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Cynthia M. Hendzel, Legal Assistant
(Name of Person)

Sugar, Friedberg & Felsenthal LLP
(Firm/Company)

30 N. LaSalle Street, Suite 3000
(Address)

Chicago, IL 60602
(City/State and Zip Code)

For further information concerning this matter, please call:

Cynthia M. Hendzel at (312) 704-9400
(Name of Person) (Area Code & Daytime Telephone Number)

STREET/COURIER ADDRESS:
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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TALLAHASSEE FLORIDA

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

1. Living Water Fund II, LP
(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. Delaware 4. December 6, 2005
(State of Formation) (Date of Formation)
5. Robert Jenkins
(Name of Registered Agent for Service of Process)
6. 340 Giralda Avenue, Suite 817E
(Street Address of Registered Office)
- Coral Gables, Florida 33134
(City) (Zip Code)
7. Acceptance by the Registered Agent for Service of Process:
Corporation Service Company
By: Robert C. Jenkins
(Agent must sign on this line)
8. 340 Giralda Avenue, Suite 817E, Coral Gables, FL 33134
(Address of registered office required in state of formation or, if not required, address of principal office.)
- | 9. NAMES OF GENERAL PARTNERS | STREET ADDRESS |
|------------------------------------|---|
| <u>Robert Jenkins Trading LLC,</u> | <u>340 Giralda Avenue, Suite 817E, Coral Gables, FL 33134</u> |
| <u>→ m04-765</u> | |
| | |
10. 340 Giralda Avenue, Suite 817E, Coral Gables, FL 33134
(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

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12. 340 Giralda Avenue, Suite 817E, Coral Gables, FL 33134

(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 12 day of DECEMBER, 2005

Robert C. Jenkins
General Partner

STATE OF Illinois

COUNTY OF Cook

On this 12th day of December, 2005

Robert C. Jenkins, Manager of Robert Jenkins Trading LLC, GP, personally appeared before me,

☒ who is personally known to me

☐ whose identity I proved on the basis of _____

Jennifer L. Sherpan
(Notary Public Signature)

Jennifer L. Sherpan
(Notary's Printed Name)

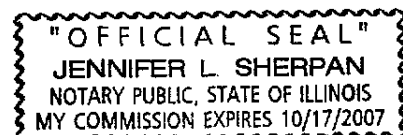
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My Commission Expires: 10/17/2007

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TALLAHASSEE, FLORIDA

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A FOREIGN LIMITED PARTNERSHIP

BEFORE ME the undersigned personally appeared Robert C. Jenkins, Manager of Robert Jenkins Trading LLC,
a general partner of Living Water Fund II, LP, a (an) Delaware
limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

1. The amount of capital contributions of the limited partners is \$ 10,000,000.
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 10,000,000.

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 12 day of DECEMBER, 2005.

Robert C. Jenkins, Manager
General Partner

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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STATE OF Illinois
COUNTY OF Cook

On this 12th day of December, 2005.

Robert Jenkins, Manager of Robert Jenkins Trading LLC, personally appeared before me,

☒ who is personally known to me

☐ whose identity I proved on the basis of _____

Jennifer L. Sherpan
(Notary Public Signature)
Jennifer L. Sherpan
(Notary's Printed Name)



Seal

My Commission Expires: 10/17/2007