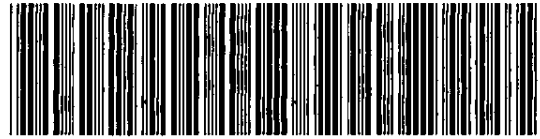


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01/13/10--01027--017 **1052.50

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:
L. SELLERS
JAN 14 2010
EXAMINER

Office Use Only

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10 JAN 13 AM 10:50
SECRETARY OF STATE
TALLAHASSEE FLORIDA

LAW OFFICES
Reichstein and Lapat
an association of individual attorneys

3300 University Drive
Suite 311
Coral Springs, Florida 33065
(954) 345-6442
(954) 344-0288 (Fax)

221 North La Salle Street
Suite 1137
Chicago, Illinois 60601
(312) 425-2900
(312) 425-2901(Fax)

Please Reply to Florida Office

Michael Lapat
admitted to Practice in:
Florida, Illinois & New York
mlapat@nysbar.com

January 7, 2010

Florida Secretary of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

**RE: REDCHIP ASIAN-AMERICAN GROWTH FUND, L.P.
Foreign LP to Transact Business in Florida
Including Certified Copy**

\$ 1,052.50

Dear Sir or Madam,

Please find enclosed herewith entity formation documents for the above-referenced entity. Accompanying this submission is a **check in the sum of \$1,052.50** representing the filing fees for this formation.

Please file the foregoing as appropriate and return to this office file-stamped/certified copy of same as receipt thereof.

Regards,

Julie Hancock

Julie Hancock

jh
enclosure

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: REDCHIP ASIAN-AMERICAN GROWTH FUND, L.P.
Name of Foreign Limited Partnership or Limited Liability Limited Partnership

The enclosed application, certificate of status and fees are submitted to register a foreign limited partnership or limited liability limited partnership to transact business in Florida. Please return all correspondence concerning this matter to:

MICHAEL LAPAT
Contact Person

LAW OFFICES OF REICHSTEIN & LAPAT
Firm/Company

3300 UNIVERSITY DRIVE, SUITE 311
Address

CORAL SPRINGS FL 33065
City, State and Zip Code

julieh@turnkeyhedgefunds.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

JULIE HANCOCK at (954) 345-6442
Name of Contact Person Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

- \$1,000.00 Filing Fees (\$965 Filing Fee and \$35 Registered Agent Fee)
- \$1,008.75 Filing Fees and Certificate of Status
- \$1,052.50 Filing Fees and Certified Copy
- \$1,061.25 Filing Fee, Certified Copy, and Certificate of Status

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

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

**APPLICATION BY FOREIGN LIMITED PARTNERSHIP OR
LIMITED LIABILITY LIMITED PARTNERSHIP
TO TRANSACT BUSINESS IN FLORIDA**

1. REDCHIP ASIAN-AMERICAN GROWTH FUND, L.P.
(Name of Limited Partnership or Limited Liability Limited Partnership, which must include suffix)
Acceptable Limited Partnership suffixes: Limited Partnership, Limited, L.P., LP, or Ltd.
*Acceptable Limited Liability Limited Partnership suffixes: Limited Liability Limited Partnership, L.L.L.P.
or LLLP.*

If name unavailable, name under which the limited partnership or limited liability limited partnership
proposes to register to transact business in Florida; must contain acceptable suffix.

2. DELAWARE 3. 01-04-2010
State or Country of Formation Date of Formation

4. RAYMOND D. GENTRY
Name of Registered Agent for Service of Process

5. 500 WINDERLEY PLACE, SUITE 100
Florida street address for Registered Agent
MAITLAND FL 32751

6. *I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to
comply with the provisions of all statutes relative to the proper and complete performance of my duties,
and I am familiar with and accept the obligations of my position as registered agent.*



Signature of Registered Agent

7. 500 WINDERLEY PLACE, SUITE 100
Principal office address
MAITLAND FL 32751

8. If limited partnership is a limited liability limited partnership, check box

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
10 JAN 13 AM 10:50
FILED

9. 500 WINDERLEY PLACE, SUITE 100
(Mailing address)

MAITLAND FL 32751

10. Name, principal office address, and mailing address of each general partner:

<u>REDCHIP ASIAN-AMERICAN MANAGEMENT, LLC</u>	<u>500 WINDERLEY PLACE, SUITE 100</u>
Name	Street Address
	<u>MAITLAND FL 32751</u>
	<u>500 WINDERLEY PLACE, SUITE 100</u>
	Mailing Address
	<u>MAITLAND FL 32751</u>
<u></u>	Street Address
	Mailing Address
<u></u>	Street Address
	Mailing Address
<u></u>	Street Address
	Mailing Address

Name	Street Address
Name	Street Address
	Mailing Address
	Mailing Address

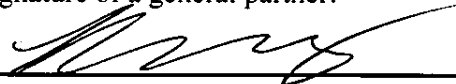
11. Effective date, if other than the date of filing: _____.

(Effective date cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State.)

12. Attached is a certificate of existence duly authenticated, not more than 90 days prior to the delivery of this application to the Florida Department of State, by the Secretary of State or other official having custody of the entity's records in the jurisdiction under the law of which it is organized.

Signed this 7th day of JANUARY, 2010.

Signature of a general partner:



RAYMOND D. GENTRY, MANAGER OF GENERAL PARTNER
 REDCHIP ASIAN-AMERICAN MANAGEMENT, LLC

Filing Fees: \$1,000.00 (\$965 Filing Fee and \$35 Registered Agent Fee)
Certified Copy (optional): \$ 52.50
Certificate of Status (optional): \$ 8.75

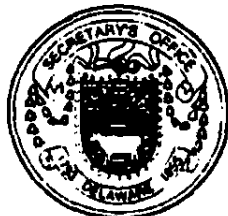
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 10 JAN 13 AM 10:50
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 TALLAHASSEE, FLORIDA

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "REDCHIP ASIAN-AMERICAN GROWTH FUND, L.P." IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FIFTH DAY OF JANUARY, A.D. 2010.



4772848 8300

100010165

A handwritten signature in black ink, appearing to read "JBullock", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed.

AUTHENTICATION: 7738763

DATE: 01-05-10