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December 8, 2005

Securities and Exchange Commission  
Judiciary Plaza  
450 – 5 Street NW  
Washington, DC 20549 USA



Dear Sir or Madam:

**Re: Superior Plus Income Fund (the "Company")**  
**File No. 82-34838**  
**Exemption Pursuant to Rule 12g3-2(b)**

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Pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934, as amended, enclosed is a copy of the December 8, 2005 news release of the Company.

As required pursuant to Rule 12g3-2(b), the exemption number appears in the upper right-hand corner of each unbound page and of the first page of each bound document.

Please indicate your receipt of the enclosed by stamping the enclosed copy of this letter and returning it to the sender in the enclosed self-addressed, stamped envelope.

Yours truly,  
**Superior Plus Income Fund**

Theresa R. Reisch  
Superior Plus Inc.  
Vice-President, Investor Relations  
and Corporate Secretary

/encl.

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**Superior Plus  
Income Fund**

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**TSX: SPF.UN**

**For Immediate Release**

**December 2005 Cash Distribution – \$0.205 per Trust Unit**

**Calgary, December 8, 2005...** Superior Plus Income Fund (the "Fund") today announced its cash distribution for the month of December 2005 of \$0.205 (20.5 cents) per trust unit payable on January 13, 2006. The record date is December 31, 2005 and the ex-distribution date will be December 28, 2005. The Fund's current annualized cash distribution rate is \$2.46 per trust unit.

For income tax purposes, the income from the December 2005 cash distribution of \$0.205 per trust unit is **estimated** to be:

- a return of capital of \$0.0545 per trust unit
- a dividend of \$0.0575 per trust unit
- other income of \$0.0930 per trust unit

The final tax components for the December 2005 cash distribution and for the year 2005 will be confirmed with the January 2006 distribution on or about January 12, 2006.

A summary of cash distributions since inception and tax information is posted under the Investor Information section of Superior's website at: [www.superiorplus.com](http://www.superiorplus.com).

The Fund holds 100% of Superior Plus Inc., which has five operating divisions: **Superior Propane** is Canada's largest distributor of propane, related products and services; **ERCO Worldwide** is a leading supplier of chemicals and technology to the pulp and paper and water treatment industries and the second largest producer of potassium products in North America; **JW Aluminum** is a leading manufacturer of specialty, flat-rolled aluminum products in the United States; **Winroc** is the seventh largest distributor of walls and ceilings construction products in North America; and **Superior Energy Management** provides fixed price natural gas supply services in Ontario and Quebec.

The Fund's trust units and convertible debentures trade on the Toronto Stock Exchange (the "TSX") as follows:

| <b>Trading Symbol</b> | <b>Security</b>         | <b>Issued and Outstanding</b>    |
|-----------------------|-------------------------|----------------------------------|
| SPF.un                | Trust Units             | 85.4 million                     |
| SPF.db                | 8% Debentures, Series 1 | \$ 9.0 million principal amount  |
| SPF.db.a              | 8% Debentures, Series 2 | \$ 61.1 million principal amount |
| SPF.db.b              | 5.75% Debentures        | \$175.0 million principal amount |
| SPF.db.c              | 5.85% Debentures        | \$ 75.0 million principal amount |

For further information about Superior Plus, please visit our website at: [www.superiorplus.com](http://www.superiorplus.com) or contact:

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