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ATTENTION

Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the appropriate federal notice will not result in a loss of an available state exemption state exemption unless such exemption is predicated on the filing of a federal notice.

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

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FORM D

SEC USE ONLY Prefix Serial DATE RECEIVED

SEC Mail Processing Section

JAN 31 2005

Washington, DC 102

NOTICE OF SALE OF SECURITIES PURSUANT TO REGULATION D, SECTION 4(6), AND/OR UNIFORM LIMITED OFFERING EXEMPTION

Name of Offering ([ ] check if this is an amendment and name has changed, and indicate change.) RiverSource Universal Equity Long Short Fund LLC - name was incorrectly stated on previous filing

Filing Under (Check box(es) that apply): [ ] Rule 504 [ ] Rule 505 [X] Rule 506 [ ] Section 4(6) [ ] Type of Filing: [ ] New Filing [X] Amendment

PROCESSED

FEB 04 2005

A. BASIC IDENTIFICATION DATA

1. Enter the information requested about the issuer

THOMSON FINANCIAL

Name of Issuer ([ ] check if this is an amendment and name has changed, and indicate change.) RiverSource Universal Equity Long Short Fund LLC

Address of Executive Offices (Number and Street, City, State, Zip Code) Telephone Number (Including Area Code) 50210 Ameriprise Financial Center, Minneapolis, MN 55474 612-671-4641

Address of Principal Business Operations (Number and Street, City, State, Zip Code) Telephone Number (Including Area Code) (if different from Executive Offices) same

Brief Description of Business Hedge fund.



Check Box(es) that Apply:  Promoter  Beneficial Owner  Executive Officer  Director  General and/or Managing Partner

Full Name (Last name first, if individual) **RiverSource Distributors, Inc.**

Business or Residence Address (Number and Street, City, State, Zip Code)  
200 Ameriprise Financial Center, Minneapolis, MN 55474

Check Box(es) that Apply:  Promoter  Beneficial Owner  Executive Officer  Director  General and/or Managing Partner

Full Name (Last name first, if individual) **RiverSource Investments, LLC**

Business or Residence Address (Number and Street, City, State, Zip Code)  
200 Ameriprise Financial Center, Minneapolis, MN 55474

Check Box(es) that Apply:  Promoter  Beneficial Owner  Executive Officer  Director  Managing Member

Full Name (Last name first, if individual) **Advisory Capital Strategies Group Inc.**

Business or Residence Address (Number and Street, City, State, Zip Code)  
50210 Ameriprise Financial Center, Minneapolis, MN 55474

Check Box(es) that Apply:  Promoter  Beneficial Owner  Executive Officer  Director  General and/or Managing Partner

Full Name (Last name first, if individual) **Gallus, Peter A.**

Business or Residence Address (Number and Street, City, State, Zip Code)  
552 Ameriprise Financial Center, Minneapolis, MN 55474

Check Box(es) that Apply:  Promoter  Beneficial Owner  Executive Officer  Director  General and/or Managing Partner

Full Name (Last name first, if individual) **Truscott, William F. "Ted"**

Business or Residence Address (Number and Street, City, State, Zip Code)  
251 Ameriprise Financial Center, Minneapolis, MN 55474

**(Use blank sheet, or copy and use additional copies of this sheet, as necessary.)**

**B. INFORMATION ABOUT OFFERING**

1. Has the issuer sold, or does the issuer intend to sell, to non-accredited investors in this offering?..... Yes No

Answer also in Appendix, Column 2, if filing under ULOE.

2. What is the minimum investment that will be accepted from any individual?..... \$1 million  
 \* May be reduced to \$100,000 at the discretion of the master fund

3. Does the offering permit joint ownership of a single unit?..... Yes No

4. Enter the information requested for each person who has been or will be paid or given, directly or indirectly, any commission or similar remuneration for solicitation of purchasers in connection with sales of securities in the offering. If a person to be listed is an associated person or agent of a broker or dealer registered with the SEC and/or with a state or states, list the name of the broker or dealer. If more than five (5) persons to be listed are associated persons of such a broker or dealer, you may set forth the information for that broker or dealer only.

Full Name (Last name first, if individual) **See broker dealer information below.**

Business or Residence Address (Number and Street, City, State, Zip Code)  
 200 Ameriprise Financial Center, Minneapolis, MN 55474

Name of Associated Broker or Dealer **RiverSource Distributors, Inc.**

States in Which Person Listed Has Solicited or Intends to Solicit Purchasers  
 (Check "All States" or check individual States) .....  All States

[AL]	[AK]	[AZ]	[AR]	[CA]	[CO]	[CT]	[DE]	[DC]	[FL]	[GA]	[HI]	[ID]
[IL]	[IN]	[IA]	[KS]	[KY]	[LA]	[ME]	[MD]	[MA]	[MI]	[MN]	[MS]	[MO]
[MT]	[NE]	[NV]	[NH]	[NJ]	[NM]	[NY]	[NC]	[ND]	[OH]	[OK]	[OR]	[PA]
[RI]	[SC]	[SD]	[TN]	[TX]	[UT]	[VT]	[VA]	[WA]	[WV]	[WI]	[WY]	[PR]

Full Name (Last name first, if individual)

Business or Residence Address (Number and Street, City, State, Zip Code)

Name of Associated Broker or Dealer

States in Which Person Listed Has Solicited or Intends to Solicit Purchasers  
 (Check "All States" or check individual States) .....  All States

[AL]	[AK]	[AZ]	[AR]	[CA]	[CO]	[CT]	[DE]	[DC]	[FL]	[GA]	[HI]	[ID]
[IL]	[IN]	[IA]	[KS]	[KY]	[LA]	[ME]	[MD]	[MA]	[MI]	[MN]	[MS]	[MO]
[MT]	[NE]	[NV]	[NH]	[NJ]	[NM]	[NY]	[NC]	[ND]	[OH]	[OK]	[OR]	[PA]
[RI]	[SC]	[SD]	[TN]	[TX]	[UT]	[VT]	[VA]	[WA]	[WV]	[WI]	[WY]	[PR]

**(Use blank sheet, or copy and use additional copies of this sheet, as necessary.)**

**C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS**

1. Enter the aggregate offering price of securities included in this offering and the total amount already sold. Enter "0" if answer is "none" or "zero." If the transaction is an exchange offering, check this box  and indicate in the columns below the amounts of the securities offered for exchange and already exchanged.

Type of Security	Aggregate Offering Price	Amount Already Sold *
Debt .....	\$ _____	\$ _____
Equity .....	\$ _____	\$ _____
[ ] Common [ ] Preferred		
Convertible Securities (including warrants) .....	\$ _____	\$ _____
Partnership Interests (LLC interests).....	\$ _____ N/A _____	\$ 9.9 million
Other (Specify _____).	\$ _____	\$ _____
Total .....	\$ _____	\$ 9.9 million

Answer also in Appendix, Column 3, if filing under ULOE. \* to U.S. investors

2. Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero."

	Number Investors	Aggregate Dollar Amount of Purchases (to US investors)
Accredited Investors (U.S. investors)	_____ 1 _____	\$ 9.9 million
Non-accredited Investors .....	_____	\$ _____
Total (for filings under Rule 504 only) .....	_____	\$ _____

Answer also in Appendix, Column 4, if filing under ULOE.

3. If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C-Question 1.

NOT APPLICABLE

Type of offering	Type of Security	Dollar Amount Sold
Rule 505 .....	_____	\$ _____
Regulation A .....	_____	\$ _____
Rule 504 .....	_____	\$ _____
Total .....	_____	\$ _____

4. a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the issuer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate.

Expenses shown from  
August 1, 2007 (inception of  
the Fund) to December 31,  
2007

Transfer Agent's Fees .....	[ ]	\$0
Printing and Engraving Costs .....	[ ]	\$0
Legal Fees .....	[X]	\$12,865.00
Accounting/Administration Fees.....	[ ]	\$22,000.00
Engineering Fees .....	[ ]	0
Sales Commissions (specify finders' fees separately) .....	[ ]	0
 Audit & Tax .....		\$63,000.00
Management Fee .....	[ ]	\$41,500.00
Misc & Other Expense .....		\$13,800.00
 Total .....	[ ]	\$153,165.00

b. Enter the difference between the aggregate offering price given in response to Part C - Question 1 and total expenses furnished in response to Part C - Question 4.a. This difference is the "adjusted gross proceeds to the issuer."

\$-N/A

5. Indicate below the amount of the adjusted gross proceeds to the issuer used or proposed to be used for each of the purposes shown. If the amount for any purpose is not known, furnish an estimate and check the box to the left of the estimate. The total of the payments listed must equal the adjusted gross proceeds to the issuer set forth in response to Part C - Question 4.b above.

NOT APPLICABLE

	Payments to Officers, Directors, & Affiliates	Payments To Others
Salaries and fees .....	[ ] \$ _____	[ ] \$ _____
Purchase of real estate .....	[ ] \$ _____	[ ] \$ _____
Purchase, rental or leasing and installation of machinery and equipment .....	[ ] \$ _____	[ ] \$ _____
Construction or leasing of plant buildings and facilities.....	[ ] \$ _____	[ ] \$ _____
Acquisition of other businesses (including the value of securities involved in this offering that may be used in exchange for the assets or securities of another issuer pursuant to a merger) .....	[ ] \$ _____	[ ] \$ _____
Repayment of indebtedness .....	[ ] \$ _____	[ ] \$ _____
Working capital .....	[ ] \$ _____	[ ] \$ _____
Other (specify): _____ _____ _____	[ ] \$ _____ [ ] \$ _____ [ ] \$ _____	[ ] \$ _____ [ ] \$ _____ [ ] \$ _____
Column Totals .....	[ ] \$ _____	[ ] \$ _____
Total Payments Listed (column totals added) .....	[ ] \$ _____	[ ] \$ _____

**D. FEDERAL SIGNATURE**

The issuer has duly caused this notice to be signed by the undersigned duly authorized person. If this notice is filed under Rule 505, the following signature constitutes an undertaking by the issuer to furnish to the U.S. Securities and Exchange Commission, upon written request of its staff, the information furnished by the issuer to any non-accredited investor pursuant to paragraph (b)(2) of Rule 502.

Issuer (Print or Type) RiverSource Universal Equity Long Short Fund LLC	Signature <i>Joseph R Bothwell</i>	Date 1-28-08
Name of Signer (Print or Type) Joe Bothwell, Vice President	Title of Signer (Print or Type) On behalf of Advisory Capital Strategies Group Inc., the Issuer's Managing Member	

**ATTENTION**  
Intentional misstatements or omissions of fact constitute federal criminal violations. (See 18 U.S.C. 1001.)

*END*