

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Hillwood Investment Properties Services, 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:

Rita Townsend
Contact Person
Hillwood Investment Properties Services, L.P.
Firm/Company
3090 Olive Street, Suite 300
Address
Dallas, TX 75219
City, State and Zip Code
rita.townsend@hillwood.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Rita Townsend at 972 201-2869
Name of Contact Person Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

<input type="checkbox"/> \$1,000.00 Filing Fees (\$965 Filing Fee and \$35 Registered Agent Fee)	<input type="checkbox"/> \$1,008.75 Filing Fees and Certificate of Status	<input type="checkbox"/> \$1,052.50 Filing Fees and Certified Copy	<input type="checkbox"/> \$1,061.25 Filing Fee, Certified Copy, and Certificate of Status
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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. Hillwood Investment Properties Services, 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. Texas

State or Country of Formation

3. 12/6/2000

Date of Formation

4. Federal Employer Identification Number: 75-2909904

5. Name of Registered Agent for Service of Process and Florida Street Address:

C T Corporation System

1200 South Pine Island Road

Plantation, Florida 33324

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.

By:

C T Corporation System

Signature of Registered Agent

Michael E. Jones
Assistant Secretary

7. Principal Office:

3090 Olive Street, Suite 300, Dallas, TX 75219

8. Mailing Address:

3090 Olive Street, Suite 300, Dallas, TX 75219

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

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

Name of General Partner: Hillwood Services GP, LLC

Name of General Partner: _____

Street Address: 3090 Olive Street, Suite 300

Street Address: _____

Dallas, TX 75219

Mailing Address: 3090 Olive Street, Suite 3090

Mailing Address: _____

Dallas, TX 75219

Name of General Partner: _____

Name of General Partner: _____

Street Address: _____

Street Address: _____

Mailing Address: _____

Mailing Address: _____

Name of General Partner: _____ Name of General Partner: _____

Street Address: _____ Street Address: _____

Mailing Address: _____ Mailing Address: _____

11. Effective date, if other than the date of filing: upon 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 6th day of March, 2013

See Attached

Signature of a general partner

The individual signing this document affirm that the facts stated herein are true and the individual is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.153, F.S.

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

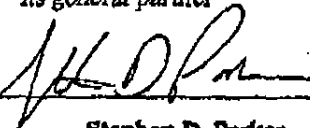
FILED
13 MAR 12 AM 9:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

HILLWOOD INVESTMENT PROPERTIES SERVICES, L.P.

**HILLWOOD INVESTMENT PROPERTIES SERVICES, L.P.,
a Texas limited partnership**

By: Hillwood Services GP, LLC,
a Texas limited liability company,
its general partner

By: 
Stephen D. Parker
Assistant Secretary

Corporations Section
P.O. Box 13697
Austin, Texas 78711-3697



John Steen
Secretary of State

Office of the Secretary of State

Certificate of Fact

The undersigned, as Secretary of State of Texas, does hereby certify that the document, Certificate Of Limited Partnership for HILLWOOD INVESTMENT PROPERTIES SERVICES, L.P. (file number 14306110), a Domestic Limited Partnership (LP), was filed in this office on December 07, 2000.

It is further certified that the entity status in Texas is in existence.

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on March 07, 2013.



A handwritten signature of John Steen in black ink.

John Steen
Secretary of State

Phone: (512) 463-5555
Prepared by: SOS-WEB

Come visit us on the Internet at <http://www.sos.state.tx.us/>
Fax: (512) 463-5709
TID: 10264

Dial: 7-1-1 for Relay Services
Document: 469735420002