F08000003641

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: TLH CAPITAL PARTNERS HOLDINGS LTD.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

THOMAS L. HANSBERGER
(Name of Person)

DRAGON CAPITAL MANAGEMENT CORP.
(d/b/a TLH CAPITAL PARTNERS)
(Firm/Company)

401 EAST LAS OLAS BLVD.
SUITE 1400
(Address)

FORT LAUDERDALE, FL 33301
(City/State and Zip code)

For further information concerning this matter, please call:

THOMAS L. HANSBERGER at (954) 712-7416
(Name of Person) (Area Code & Daytime Telephone Number)

STREET/COURIER ADDRESS:
New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

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

Enclosed is a check for the following amount:

☐ $70.00 Filing Fee

☐ $78.75 Filing Fee & Certificate of Status

☐ $78.75 Filing Fee & Certified Copy

☒ $87.50 Filing Fee, Certificate of Status & Certified Copy

FLORIDA DEPARTMENT OF STATE
Division of Corporations

July 28, 2008

THOMAS L. HANSBERGER
DRAGON CAPITAL MANAGEMENT CORP.
401 EAST LAS OLAS BLVD. SUITE 1400
FORT LAUDERDALE, FL 33301

SUBJECT: TLH CAPITAL PARTNERS HOLDINGS CO. LTD.
Ref. Number: W08000032329

We have received your document for TLH CAPITAL PARTNERS HOLDINGS CO. LTD. and your check(s) totaling $87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

You failed to make the correction(s) requested in our previous letter.

The name of the corporation must include a corporate suffix: Such suffix include, INC., INCORPORATED, CORP. & CORPORATION. The use of the abbreviation "LTD" does not clearly indicate that this is a corporation instead of a partnership.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6934.

Loria Poole
Regulatory Specialist II

Letter Number: 308A00040250

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. TLH CAPITAL PARTNERS HOLDINGS LTD. CORPORATION
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp," "Inc," "Co," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. CAYMAN ISLANDS
(State or country under the law of which it is incorporated)

3. N/A
(FEI number, if applicable)

4. NOVEMBER 13, 2007
(Date of incorporation)

5. PERPETUAL
(Duration: Year corp. will cease to exist or "perpetual")

6. N/A
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. WALKER HOUSE, 87 MARY STREET, GEORGETOWN
(Principal office address)

GRAND CAYMAN, KY1-9002, CAYMAN ISLANDS
(Current mailing address)

8. CORPORATE ADMINISTRATION
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

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TALLAHASSEE, FLORIDA
FILED

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: THOMAS L. HANSBERGER

Office Address: DRAGON CAPITAL MANAGEMENT CORP
(d/b/a TLH CAPITAL PARTNERS)
401 EAST LAS OLAS BLVD.
SUITE 1400, Florida 33301
FORT LAUDERDALE (City) (Zip code)

10. **Registered agent's acceptance:**
Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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.

Thomas L Hansberger
(Registered agent's signature)

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

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: THOMAS L. HANSBERGER

Address: DRAGON CAPITAL MANAGEMENT CORP.
(d/b/a TLH CAPITAL PARTNERS)
401 EAST LAS OLAS BLVD.
SUITE 1400
FORT LAUDERDALE, FL 33301

Vice Chairman: ______

Address: ______

Director: ______

Address: ______

Director: ______

Address: ______

B. OFFICERS

President: ______

Address: ______

Vice President: ______

Address: ______

Secretary: ______

Address: ______

Treasurer: ______

Address: ______

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Thomas L. Hansberger
(Signature of Director or Officer listed in number 12 of the application)

14. THOMAS L. HANSBERGER
(Typed or printed name and capacity of person signing application)
CHAIRMAN
TLH CAPITAL PARTNERS HOLDINGS LTD.

WK-184281

Certificate Of Good Standing

TO WHOM IT MAY CONCERN

I DO HEREBY CERTIFY that

TLH Capital Partners Holdings Ltd.

a company duly organized and existing under and by virtue of the Laws of The Cayman Islands is at the date of this certificate in Good Standing with the office, and duly authorized to exercise therein all the powers vested in the company.

Given under my hand and Seal at George Town in the Island of Grand Cayman this 29th day of May Two Thousand Eight

REGISTRAR OF COMPANIES
EXEMPTED
CAYMAN ISLANDS

An Authorised Officer,
Registry of Companies,
Cayman Islands.