

CCH CORPORATION SYSTEM

M02000002647

CORPORATION(S) NAME

1. Ralp SPE GP, LLC

2. O-CG Equity GP, LLC

3. O-CG Gp, LLC

4. O-CG Equity, LP

FILED
OCT - 7 PM 2:33
TALLAHASSEE, FLORIDA

RECEIVED
OCT - 7 PM 2:09

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-10/07/02--01053--011
****160.00 ****160.00

☐ Profit
☐ Nonprofit

☐ Amendment

☐ Merger

☐ Foreign

☐ Dissolution/Withdrawal
☐ Reinstatement

☐ Mark

☐ Limited Partnership
☒ LLC

☐ Annual Report
☐ Name Registration
☐ Fictitious Name

☐ Other
☐ Change of RA
☐ UCC

☒ Certified Copy

☐ Photocopies

☒ CUS

☐ Call When Ready
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☐ Will Wait

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660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

Bjn

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN
LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:

1. O-CG EQUITY GP, LLC

(Name of foreign limited liability company)

2. DELAWARE

(Jurisdiction under the law of which foreign limited liability
company is organized)

3.

NOT APPLICABLE

(FEI number, if applicable)

4. SEPTEMBER 25, 2002

(Date of Organization)

5.

PERPETUAL

(Duration: Year limited liability company will cease to
exist or "perpetual")

6. UPON FILING OF THIS APPLICATION

(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.)

7. 4669 SOUTHWEST FREEWAY, SUITE 700

HOUSTON, TEXAS 77027

(Street address of principal office)

8. If limited liability company is a manager-managed company, check here ☒

9. The name and usual business addresses of the managing members or managers are as follows:

JOHN JACOBSSON - 1301 AVENUE OF THE AMERICAS, 38TH FLOOR

NEW YORK, NEW YORK 10019

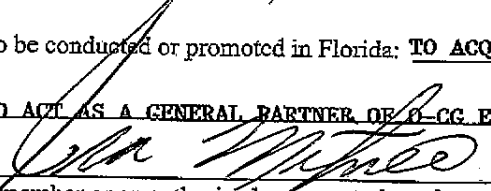
IRA MITZNER - 4669 SOUTHWEST FREEWAY, SUITE 700

HOUSTON, TEXAS 77027

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of record in
the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a
translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: TO ACQUIRE A GENERAL

PARTNERSHIP INTEREST IN AND ACT AS A GENERAL PARTNER OF O-CG EQUITY, L.P.


Signature of a member or an authorized representative of a member.
(In accordance with section 608.408(3), F.S., the execution of this document constitutes
an affirmation under the penalties of perjury that the facts stated herein are true.)

IRA MITZNER, MANAGER

Typed or printed name of signee

FILED
2002-09-17 PM 2:33
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES,
THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING
STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE
STATE OF FLORIDA.

02 OCT -7 PM 2:33
FILED
TREASURER, FLORIDA

1. The name of the Limited Liability Company is:

O-CG EQUITY GP, LLC

2. The name and the Florida street address of the registered agent and office are:

CT CORPORATION SYSTEM

(Name)

1200 SOUTH PINE ISLAND ROAD

Florida street address (P.O. Box **NOT** ACCEPTABLE)

PLANTATION, FL 33324

(City/State/Zip)

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.

CONNIE BRYAN

SPECIAL ASSISTANT SECRETARY

Connie Bryan

(Signature)

\$ 100.00 Filing Fee for Application
\$ 25.00 Designation of Registered Agent
\$ 30.00 Certified Copy (optional)
\$ 5.00 Certificate of Status (optional)

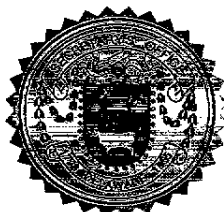
Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "O-CG EQUITY GP, LLC" 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 TWENTY-FIFTH DAY OF SEPTEMBER, A.D. 2002.

02 OCT 17
FILED
TALLAHASSEE, FLORIDA
SECRETARY OF STATE



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

3572740 8300

020596338

AUTHENTICATION: 2002605

DATE: 09-25-02