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Florida Department of State
Division of Corporations
Electronic Filings

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To: Division of Corporations
Fax Number : (850) 617-6383
From: Account Name : FOLEY & LARDNER
Account Number : I19980000047
Phone : (407) 423-7656
Fax Number : (407) 648-1743

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Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.**

Email Address: j.hoppe@rwmiami.com

LLC AMND/RESTATE/CORRECT OR M/MG RESIGN
HILL BROW LLC

Certificate of Status	0
Certified Copy	0
Page Count	05
Estimated Charge	\$25.00

D. BRUCE
MAY 31 2012
EXAMINER

Electronic Filing Menu Corporate Filing Menu Help
Document Prepared by: Krystal Sutton (5066)
Client/Matter #: 101686-0102
No. of Pages: 6

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Hill Brow LLC
Name of Foreign Limited Liability Company

Dear Sir or Madam:

The enclosed application, certificate and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Jessica Hoppe
Name of Person

Hill Brow LLC
Firm/Company

1501 Biscayne Boulevard, Suite 107
Address

Miami, Florida 33132
City/State and Zip Code

j.hoppe@rwmiami.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Jessica Hoppe at (646) 588-1074
Name of Person Area Code & Daytime Telephone Number

STREET/COURIER ADDRESS:
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Enclosed is a check for the following amount:

- \$25 Filing Fee
- \$30 Filing Fee & Certificate of Status
- \$55 Filing Fee & Certified Copy
- \$60 Filing Fee, Certificate of Status & Certified Copy

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 12 MAY 30 AM 9:37
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY TO FILE
AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANACT
BUSINESS IN FLORIDA**

SECTION I (1-3 must be completed)

- 1. Name of limited liability company as it appears on the records of the Florida Department of State: Hill Brow LLC
- 2. Jurisdiction of its organization: Delaware
- 3. Date authorized to do business in Florida: September 16, 2011

SECTION II (4-7 complete only the applicable changes)

- 4. If the amendment changes the name of the limited liability company, when was the change effected under the laws of its jurisdiction of organization? May 23, 2012
- 5. New name of the limited liability company: Resorts World OMNI LLC
(must end with "Limited Liability Company," "L.L.C.," or "LLC.")

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
12 MAY 30 AM 9:37

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(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the written consent of the managers or managing members adopting the alternate name. The alternate name must end with "Limited Liability Company," "L.L.C." or "LLC.")

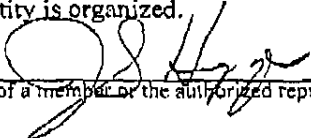
- 6. If the amendment changes the period of duration, indicate new period of duration:

- 7. If the amendment changes the jurisdiction of organization, indicate new jurisdiction:

- 8. If the amendment corrects any false statement, indicate the statement being corrected and the correction:

- 9. Attached is an original certificate, no more than 90 days old, evidencing the aforementioned amendment(s), duly authenticated by the official having custody of records in the jurisdiction under the law of which this entity is organized.

Signature of a member or the authorized representative of a member



Jessica Hoppe

Typed or printed name of signer

Filing Fee: \$25.00

Resorts World OMNI LLC
1501 Biscayne Boulevard, Suite 107
Miami, Florida 33132

May 30, 2012

Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, FL 32314

FILED
12 MAY 30 AM 9:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RE: Consent for use of name "Resorts World OMNI LLC"


Gentlemen:

Pursuant to §608.406(2), Fla.Stat. (2011) and § 608.506, Fla.Stat. (2011), please consider this letter the written consent of Resorts World OMNI LLC, a Florida limited liability company, for the registration and use of the name "Resorts World OMNI LLC" in the State of Florida by the Delaware limited liability company known as Resorts World OMNI LLC, formerly known as Hill Brow LLC ("Resorts World OMNI LLC Delaware"). This written consent will remain active until withdrawn in writing.

We understand that this written consent will be filed contemporaneously with the filing of and Application by Foreign Limited Liability Company to File Amendment to Application for Authority to Transact Business by Resorts World OMI LLC Delaware.

Sincerely,

RESORTS WORLD OMNI LLC

By: 
Print Name: Jessica Hoppe
Its: Authorized Representative

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "HILL BROW LLC", CHANGING ITS NAME FROM "HILL BROW LLC" TO "RESORTS WORLD OMNI LLC", FILED IN THIS OFFICE ON THE TWENTY-THIRD DAY OF MAY, A.D. 2012, AT 12:21 O'CLOCK P.M.

4963521 8100

120615213

You may verify this certificate online at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9592370

DATE: 05-23-12

May-30-12 14:14 From-Foley & Lardner

407 648 1743

T-465 P.005/006 F-460

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State of Delaware
Secretary of State
Division of Corporations
Delivered 12:32 PM 05/23/2012
FILED 12:21 PM 05/23/2012
SRV 120615213 - 4963521 FILE

CERTIFICATE OF AMENDMENT

OF

HILL BROW LLC

1. The name of the limited liability company is Hill Brow LLC.
2. The Certificate of Formation of the limited liability company is hereby amended as follows:

The name of the limited liability company is hereby changed from Hill Brow LLC to Resorts World OMNI LLC.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Amendment of Hill Brow LLC this 23rd day of May, 2012.

/s/ Joyce S. Kim
Name: Joyce S. Kim
Title: Authorized Person

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