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Florida Department of State
Division of Corporations
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To: Division of Corporations
Fax Number : (850) 617-6383

From: Account Name : SHUTTS & BOWEN LLP
Account Number : 120060000106
Phone : (813) 229-8900
Fax Number : (813) 229-8901

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

Email Address: lnelson@shutts.com

Foreign Limited Liability Company
Substantia FL LLC

| | |
|-----------------------|----------|
| Certificate of Status | 0 |
| Certified Copy | 1 |
| Page Count | 05 |
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B. BOSTICK

DEC 29 2011

EXAMINER

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COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Substantia, LLC

Name of Limited Liability Company

The enclosed "Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida," Certificate of Existence, and check are submitted to register the above referenced foreign limited liability company to transact business in Florida..

Please return all correspondence concerning this matter to the following:

C. Mark Stevenson

Name of Person

Shutts & Bowen LLP

Firm/Company

4301 W. Boy Scout Blvd., Ste. 300

Address

Tampa, FL 33607

City/State and Zip Code

mstevenson@shutts.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

C. Mark Stevenson

Name of Person

at 813

Area Code & Daytime

227-8116

Telephone Number

MAILING ADDRESS:

Division of Corporations
Registration Section
P.O. Box 6327
Tallahassee, FL 32314

STREET ADDRESS:

Division of Corporations
Registration Section
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Enclosed is a check for the following amount:

☐ \$125.00 Filing Fee

☐ \$130.00 Filing Fee &
Certificate of Status

☒ \$155.00 Filing Fee &
Certified Copy

☐ \$160.00 Filing Fee, Certificate
of Status & Certified Copy

STATE OF
FLORIDA
TALLAHASSEE

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**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 TRANSACTIONS BUSINESS IN THE STATE OF FLORIDA:

1. Substantia, LLC

(Name of Foreign Limited Liability Company; must include "Limited Liability Company," "L.L.C.," or "LLC.")

Substantia FL I, LLC

(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 include "Limited Liability
Company," "L.L.C.," "LLC.")

2. Delaware(Jurisdiction under the law of which foreign limited liability
company is organized)**3. 90-078-1096**

(FEI number, if applicable)

4. December 20, 201

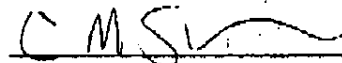
(Date of Organization)

5. Perpetual(Duration: Year limited liability company will cease to
exist or "perpetual")**6. N/A**(Date first transacted business in Florida, if prior to registration.)
(See sections 608.501 & 608.502 F.S. to determine penalty liability)**7. 2502 N. Rocky Point Dr., Ste. 1050****Tampa, FL 33607**

(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:****c/o Hawk Portfolios Holdings, LLC****437 Saint Andrews Drive****Belleair, FL 33756**

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records 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: Real Estate Investment

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. I am aware that any false information submitted in a
document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.)

C. Mark Stevenson

Typed or printed name of signee

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**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.

1. The name of the Limited Liability Company is:

Substantia, LLC

If unavailable, the alternate to be used in the state of Florida is:

Substantia FL I, LLC

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

Lee E. Nelson, Esq.

(Name)

4301 W. Boy Scout Blvd., Suite 300

Florida Street Address (P.O. Box **NOT** ACCEPTABLE)

Tampa

FL 33607

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, Florida Statutes.

(Signature)

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

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FLORIDA

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**UNANIMOUS WRITTEN CONSENT
SOLE MEMBER AND MANAGER****SUBSTANTIA, LLC**

The undersigned, in its capacity as the sole Member and Manager of Substantia, LLC, a Delaware limited liability company (the "Company"), hereby consents to the adoption and approval of the following resolutions:

Application to Transact Business in Florida/Adoption of Alternative Florida Name

1. It is resolved that the Manager of the Company is authorized and directed to file all documents that it deems necessary or appropriate to register the Company to transact business in the State of Florida.
2. It is resolved that the Company shall adopt **Substantia FL I, LLC** as an alternate name for purposes of transacting business in Florida.

**Hawk Portfolios Holdings, LLC, Sole Member
and Manager**

By: 

John M. Ryan, Manager

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SOUTH DAKOTA
TALLAHASSEE, FLORIDA

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Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SUBSTANTIA, 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-FIRST DAY OF DECEMBER, A.D. 2011.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "SUBSTANTIA, LLC" WAS FORMED ON THE TWENTIETH DAY OF DECEMBER, A.D. 2011.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.

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TALLAHASSEE, FLORIDA

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9246468

DATE: 12-21-11

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December 28, 2011

FLORIDA DEPARTMENT OF STATE
Division of Corporations

SHUTTS & BOWEN, LLP

SUBJECT: SUBSTANTIA FL, LLC
REF: W11000063951

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

The document number of the name conflict is L10000028996,

The alternate name that you have chosen is not available. Please select a new name.

➤ 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) 245-6028.

Barbara Bostick
Regulatory Specialist II

FAX Aud. #: E110000299969
Letter Number: 711A00028676

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