From:

12/27/2012 15:01

#058 P.002/006

Division of Corporations

(((H12000285523 3)))

Page 1 of I



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(((H12000285523 3)))



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From:

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Foreign Limited Liability Company **HGI Opportunities GP LLC**

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EXAMINER

TX Result Report

12/05/2012 17:30 Serial No. ADR6011005499

Destination	Start Time	Time	Prints	Result	Note
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Note

Result OK: Communication OK, S-OK: Stop Communication, PW-OFF: Power Switch OFF, TEL: RX from TEL, NG: Other Error, Cont: Continue, No Ans: No Answer, Refuse: Receipt Refused, Busy: Busy, M-Full:Nemory Full, LOVR:Receiving length Over, POVR:Receiving page Over, FIL:File Error, DC:Decode Error, MUN:MDN Response Error, DSN:DSN Response Error.

A ATTACHED ARE REVISED DOCUMENTS. IT IS IMPORTANT THAT THIS QUALIFICATION RETAIN A FILME DATE OF 12/6/2012.

Division of Corporations (((H12000285523 3))) Florida Department of State Division of Corporations
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Account Name : NATIONAL CORPORATE RESEARCH, LTD.
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December 6, 2012

FLORIDA DEPARTMENT OF STATE

Division of Corporations

NATIONAL CORPORATE RESEARCE LTD

SUBJECT: EGI OPPORTUNITES GP, LLC

REF: W12000060722

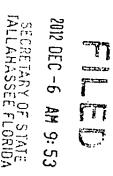
We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Florida law requires the street address of the principal office and, if different the mailing address of the entity. A post office box is not acceptable for the principal office.

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) 245-6051.

Leslie Sellers Regulatory Specialist II FAX Aud. #: E12000285523 Letter Number: 112A00028954



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

IN COMPLIANCE WITH SECTION 608503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA: **HGI Opportunities GP LLC** (Name of Foreign Limited Liability Company, must include "Limited Liability Company," "L.L.C.," or "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.") Delaware 80-0869960 (Jurisdiction under the law of which foreign limited liability (FEI number, if applicable) company is organized) 11/28/2012 (Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual") (Date first transacted business in Florida, if prior to registration.)
(See sections 608.501 & 608.502 F.S. to determine penalty liability) 777 S. Flagler Drive, Suite 800 West, West Palm Beach, FL 33401 (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 777 S. Flagler Drive, Suite 800 West, West Palm Beach, FL 33401 Duke Buchan III 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: __investment Management 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 berein 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.)

Duke Buchan III

Typed or printed name of signee

(((H12000285523 3))) 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 Compa	any is:					
HGI Opportunities GP LLC						
If unavailable, the alternate to be used in the	state of Florida	is:				
2. The name and the Florida street address of	of the registered	agent and office are:				
National Con	porate Research	n, Ltd., Inc.				
	(Name)					
155 (Florida Street Addr	Office Plaza Drh					
Tallahassee	FL	32301				
	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.

Um Marie Cumuns (Signature) ANN MARIE CUMMINS, ASST. SECH.

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

5.00 Certificate of Status (optional)

(((H12000285523 3)))

Delaware

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HGI OPPORTUNITIES 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 FIFTH DAY OF DECEMBER, A.D. 2012.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "HGI OPPORTUNITIES GP LLC" WAS FORMED ON THE TWENTY-EIGHTH DAY OF NOVEMBER, A.D. 2012.

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

5248501 8300

121299308

AUTHENTY CATION: 0037644

DATE: 12-05-12