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To: SOS LLC Page 1 of 4

2015-01-27 17:22:46 GMT

407-50841 From: Heather Irving

Division of Corporations

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Florida Department of State
Division of Corporations
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TALLAHASSEE, FLORIDA

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Email Address: csullivan@hyperioncp.com

Foreign Limited Liability Company
Hyperion Capital Partners Helios Fund, LLC

Certificate of Status	1
Certified Copy	0
Page Count	03
Estimated Charge	\$130.00

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

*IN COMPLIANCE WITH SECTION 605.0902, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED
TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE
OF FLORIDA*

1. Name of Foreign Limited Liability Company:

Hyperion Capital Partners Helios Fund, LLC

2. Jurisdiction of its organization: Delaware

3. FEI Number: 46-3184824

4. Date first transacted business in Florida: Upon qualification

5. Street Address of Principal Office:

300 S. Park Ave., Suite 200

Winter Park, FL 32789

6. Mailing Address:

300 S. Park Ave., Suite 200

Winter Park, FL 32789

7. The name, title or capacity and address of the person who has authority to manage is:

MGR Hyperion Capital Advisors LLC

300 S. Park Ave., Suite 200

Winter Park, FL 32789

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.

By: 

Signature of an authorized person

Christopher Sullivan

Authorized Representative on behalf of Hyperion Capital Partners Helios Fund, LLC

Typed or printed name of signer

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TALLAHASSEE, FLORIDA

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

PURSUANT TO THE PROVISIONS OF SECTION 605.0113 OR 605.0902(1)(d),
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:

Hyperion Capital Partners Helios Fund, LLC

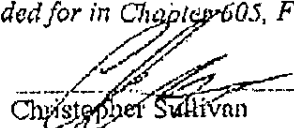
2. The name and the Florida street address of the registered agent and office are:

Christopher Sullivan

300 S. Park Ave., Suite 200

Winter Park, FL 32789

*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 605, Florida Statutes.*


Christopher Sullivan

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Delaware

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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HYPERION CAPITAL PARTNERS HELIOS FUND, 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-SEVENTH DAY OF JANUARY, A.D. 2015.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "HYPERION CAPITAL PARTNERS HELIOS FUND, LLC" WAS FORMED ON THE SECOND DAY OF JULY, A.D. 2013.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.

5361068 8300

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



AUTHENTICATION: 2070216

DATE: 01-27-15
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