

STATE OF ALABAMA)

SHELBY COUNTY)



20141215000392480 1/2 \$158.00
Shelby Cnty Judge of Probate, AL
12/15/2014 12:36:13 PM FILED/CERT

ARTICLES OF DISSOLUTION
OF
HARBINGER PRIVATE EQUITY FUND I, INC.

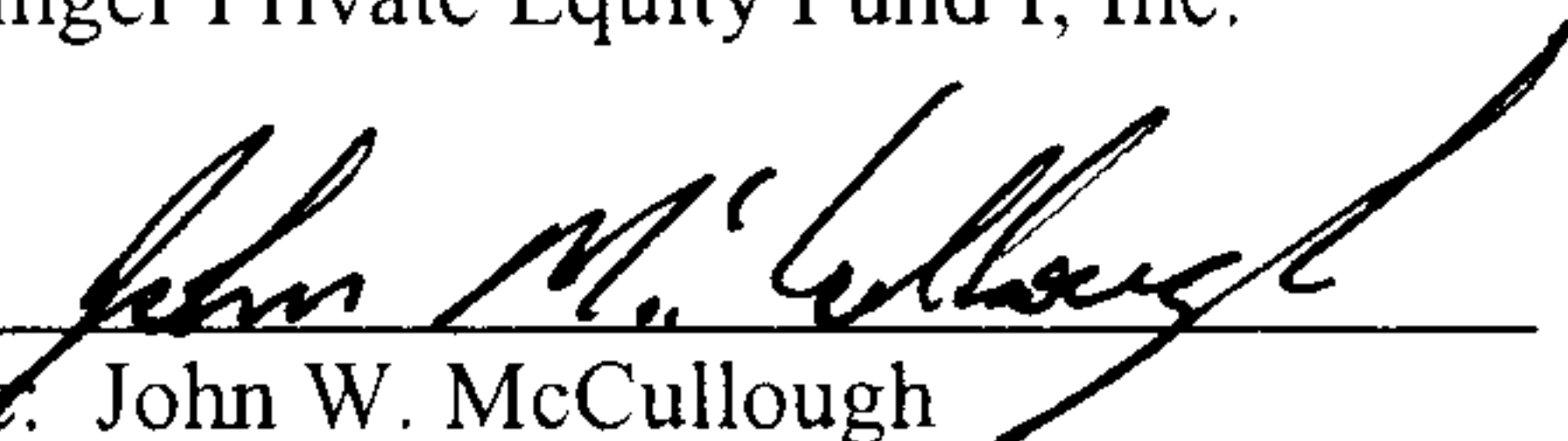
Pursuant to the Alabama Business Corporation Law, Title 10A, Chapters 1 (to the extent applicable to business corporations) and 2 of the Code of Alabama (1975), as amended, Harbinger Private Equity Fund I, Inc., an Alabama corporation (the "Corporation"), hereby adopts the following Articles of Dissolution for the purpose of dissolving the Corporation:

1. The name of the corporation is Harbinger Private Equity Fund I, Inc.
2. The dissolution of the Corporation was authorized by on November 6, 2014.

3. The dissolution of the Corporation was approved by written consent of the sole shareholder of the Corporation pursuant to Section 10A-2-14.02(f) of the Code. A copy of the Written Consent signed by the sole shareholder of the Corporation is attached hereto as Exhibit A.


4. These Articles of Dissolution are to become effective immediately upon being filed with the Judge of Probate of Shelby County, Alabama.

Harbinger Private Equity Fund I, Inc.

By: 
Name: John W. McCullough
Title: Vice President

THIS DOCUMENT WAS PREPARED BY:
Timothy J. Segers
Balch & Bingham LLP
Post Office Box 306
Birmingham, Alabama 35201

EXHIBIT A


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**HARBINGER PRIVATE EQUITY FUND I, INC.
WRITTEN CONSENT
OF SOLE SHAREHOLDER**

The undersigned, being the sole Shareholder of Harbinger Private Equity Fund I, Inc., an Alabama corporation (the "Corporation"), do hereby authorize the Corporation to take the following actions. This Written Consent shall be filed with the minutes of the proceedings of the shareholders of this Corporation and shall have like force and effect as if the resolutions and actions taken herein had been duly adopted and taken at a meeting

RESOLVED, that the Shareholder hereby approves (i) the dissolution of the Corporation; (ii) the execution and filing by the officers of the Corporation of Articles of Dissolution and any other instruments deemed necessary by the officers to dissolve the Corporation; (iii) the liquidation of any assets of the Corporation; and (iv) the distribution of all of the net assets of the Corporation after satisfaction of or provision for all of the Corporation's liabilities, which remaining liquid and in kind assets shall be distributed to the Shareholder.

IN WITNESS WHEREOF, the undersigned being the sole Shareholder of the Corporation has executed this Written Consent as of November 6, 2014.

Harbinger Corporation,
an Alabama corporation,
its Sole Shareholder

By: _____

Name: John W. McCullough

Title: Senior Vice President, General Counsel and Secretary