

12/22/2014 11:11

Division of Corporations

(FAS)

P.001/002

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LO3000047980

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From:

Account Name : STOLZENBERG, GELLES & FLYNN, LLP
Account Number : I20100000018
Phone : (305)961-1450
Fax Number : (305)423-3979

LLC DISSOLUTION OR WITHDRAWAL
STRUCTURED ASSET INVESTMENT FUND II, LLC

RECEIVED

14 DEC 22 AM 10:00

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TALLAHASSEE, FLORIDA

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EFFECTIVE DATE
12-31-14

ARTICLES OF DISSOLUTION OF
STRUCTURED ASSET INVESTMENT FUND II, LLC

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of the limited liability company is:

*Structured Asset Investment Fund II, LLC formerly known as
Portofino Real Estate Investments, LLC*

2. The Articles of Organization were filed on November 26, 2003 and assigned document number L03000047980.

3. The delayed effective date of dissolution is December 31, 2014.

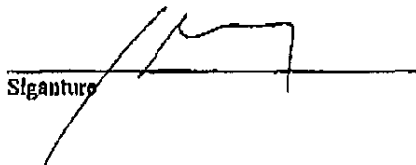
4. A description of occurrence that resulted in the limited liability company's dissolution was:

The written consent of its sole member in accordance with the Florida Statutes and its operating agreement.

5. The sole member which remains to wind up the company's affairs is:

**SAIF Delaware Holdings, LLC
3625 W. Broward Boulevard, Second Floor
Fort Lauderdale, FL 33312
Attention: Andrew Savvsky, President**

6. Signature of authorized person:


Signature

Andrew Savvsky
Printed Name