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From:  
Account Name : NATIONAL CORPORATE RESEARCH, LTD.  
Account Number : 120000000088  
Phone : (800)221-0102  
Fax Number : (212)564-6083

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DIVISION OF CORPORATIONS

FLORIDA/FOREIGN LIMITED LIABILITY CO  
FIRST CREDIT COMMERCIAL MORTGAGE FUND, LLC

Certificate of Status	0
Certified Copy	1
Page Count	02
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TALLAHASSEE FLORIDA  
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Articles of Organization

of

First Credit Commercial Mortgage Fund, LLC

Article I

The name of the Limited Liability Company is:

First Credit Commercial Mortgage Fund, LLC

Article II

The mailing address and street address of the principal office of the Limited Liability Company is:

1503 West Smith Street  
Orlando, Florida 32804

Article III

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

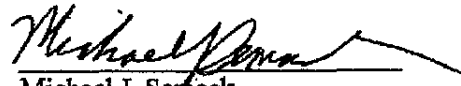
NATIONAL CORPORATE RESEARCH, LTD., INC.  
515 East Park Avenue  
Tallahassee, Florida 32301

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Article IV

The Limited Liability Company shall be managed by one or more managers appointed by the members each of whom shall serve until such time as the members may appoint another person or persons to succeed him or her.

IN WITNESS WHEREOF, the undersigned, being the authorized representative of the Limited Liability Company, for the purpose of organizing a Limited Liability Company pursuant to the laws of the State of Florida, has executed these Articles of Organization this 8th day of February, 2006.

  
Michael J. Senack  
Authorized Representative

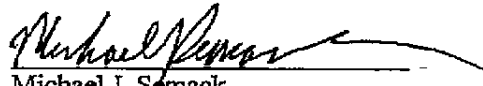
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**CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS  
WITHIN FLORIDA, NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED**


In compliance with Sections 48.091 and 608.415, Florida Statutes, First Credit Commercial Mortgage Fund, LLC, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 1503 West Smith Street, Orlando, Florida 32804, has named NATIONAL CORPORATE RESEARCH, LTD., INC., 515 East Park Avenue, Tallahassee, Florida 32301, as its agent to accept service of process within the State of Florida.

Dated:  
February 8, 2006

  
Michael J. Semack  
Organizer and Authorized Representative

Having been named as registered agent to accept service of process for the above stated Limited Liability Company, at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Dated:  
February 8, 2006

  
National Corporate Research, Ltd., Inc.  
By:  
As Registered Agent

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