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**FLORIDA/FOREIGN LIMITED LIABILITY CO.**  
**ATLANTIC AMERICAN INVESTMENT FUND PARTNERS, LLC**

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**ARTICLES OF ORGANIZATION  
ATLANTIC AMERICAN CDO INVESTMENT FUND PARTNERS, LLC**

**ARTICLE I - Name:**


The name of the Limited Liability Company is ATLANTIC AMERICAN CDO INVESTMENT FUND PARTNERS, LLC.

**ARTICLE II - Address:**

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

101 E. Kennedy Blvd., Suite 3300  
Tampa, Florida 33602

IN WITNESS WHEREOF, I have signed these Articles of Organization as an authorized representative of a member and acknowledged them to be my act this 1st day of August, 2006.

  
\_\_\_\_\_  
Signature of an authorized representative of a member.

(In accordance with section 608.408(3). Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Julio C. Esquivel, Esq.  
Typed or printed name of signee

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

PURSUANT TO THE PROVISIONS OF SECTION 608.415, 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 **ATLANTIC AMERICAN CDO INVESTMENT FUND PARTNERS, LLC.**
2. The name and the Florida street address of the registered agent are:

Julio C. Esquivel, Esq.  
Shumaker, Loop & Kendrick, LLP  
101 East Kennedy Blvd.  
Suite 2800  
Tampa, Florida 33602

*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.*

  
Signature

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