

**Electronic Articles of Organization
For
Florida Limited Liability Company**

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FILED 8:00 AM
July 13, 2007
Sec. Of State
gmcleod

Article I

The name of the Limited Liability Company is:

PALACE LENDING SPECIAL OPPORTUNITIES, LLC

Article II

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

6800 BROKEN SOUND PARKWAY STE 200
BOCA RATON, FL. 33487

The mailing address of the Limited Liability Company is:

6800 BROKEN SOUND PARKWAY STE 200
BOCA RATON, FL. 33487

Article III

The purpose for which this Limited Liability Company is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

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

BUSINESS FILINGS INCORPORATED
1203 GOVERNORS SQUARE BLVD, SUITE 101
TALLAHASSEE, FL. 32301

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.

Registered Agent Signature: MARY JO SPALINGER, ASST SEC

Article V

The name and address of managing members/managers are:

Title: MGRM
DANIEL STATON
6800 BROKEN SOUND PARKWAY STE 200
BOCA RATON, FL. 33487

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Signature of member or an authorized representative of a member

Signature: DANIEL STATON