

ARTICLES OF DISSOLUTION

Pursuant to section 608.445, Florida Statutes, this Florida limited liability company submits the following Articles of Dissolution:

- FIRST:** The name of the limited liability company as currently filed with the Florida Department of State:
RJTCF HOLDING FUND L.L.C.
- SECOND:** The document number of the limited liability company: L09000090440
- THIRD:** The file date of the articles of organization: September 18, 2009
- FOURTH:** The date the dissolution was approved: April 11, 2012
- FIFTH:** A description of occurrence that resulted in the limited liability company's dissolution pursuant to section 608.441, Florida Statutes:
PURSUANT TO SECTION 608.441(1)(C), FLORIDA STATUTES- WRITTEN CONSENT OF SOLE MEMBER OF THE LIMITED LIABILITY COMPANY, RAYMOND JAMES TAX CREDIT FUNDS, INC.
- SIXTH:** All debts, obligations and liabilities of the limited liability company have been paid or discharged.
- SEVENTH:** All remaining property and assets have been distributed among its members in accordance with their respective rights and interests.
- EIGHTH:** There are no suits pending against the company in any court.

I/we submit this document and affirm that the facts stated herein are true. I/we am/are aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in section 817.155, Florida Statutes.

Signature: RONALD M. DINER, PRESIDENT OF SOLE MEMBER

Electronic Signature of Member having the same percentage of membership interest necessary to approve the dissolution