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To:

Division of Corporations

Fax Number : (850)617-6383

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Account Name : BILZIN SUMBERG BAENA PRICE & AXELROD

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AUG 25

FLORIDA LIMITED LIABILITY CO. **RES-FL TAMPA, LLC**

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ARTICLES OF ORGANIZATION OF

LISECRETARY OF STATE TALLAMASSEE, FLORIDA

RES-FL TAMPA, LLC

(a Florida limited liability company)

- 1. The name of the limited liability company is RES-FL TAMPA, LLC.
- 2. The mailing address and the street address of the principal office of the limited liability company are:

700 NW 107th Avenue Suite 200 Miami, FL 33172

3. The name and the Florida street address of the registered agent and office of the limited liability company are:

CT Corporation System 1200 South Pine Island Road Plantation, FL 33324

4. The limited liability company is to be member-managed. The sole member of the limited liability company is Multibank 2009-1 RES-ADC Venture, LLC, a Delaware limited liability company.

Dated: as of August 23, 2010.

SOLE MEMBER:

Multibank 2009-1 RES-ADC Venture, LLC, a Delaware limited liability company

By: RL RES 2009-1 Investments, LLC, a Delaware limited liability company, its Manager

By: Rialto Capital Advisors, LLC, a Delaware limited liability company, its attorney-in-fact

Name: Doris Galezak

its. Manager - Legal Entities

FAX:3053747593

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SECRETARY OF STATE TALLAHASSEE FLURIDA

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

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 as provided for in Chapter 608, Florida Statutes.

By:

Dated; as of August 23, 2010

CF Corporation System

Madonna Cuddihy Special Assistant Secretary

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