

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

L10000103542
FILED 8:00 AM
October 04, 2010
Sec. Of State
jsaulsberry

Article I

The name of the Limited Liability Company is:

WALNUT STREET CAPITAL LLC

Article II

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

1601 WASHINGTON AVE
MIAMI BEACH, FL. 33139

The mailing address of the Limited Liability Company is:

PO BOX 399114
MIAMI BEACH, FL. 33239

Article III

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

REAL ESTATE DEBT AND EQUITY INVESTMENTS

Article IV

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

A W BARTHOLOMEW IV
1601 WASHINGTON AVE
MIAMI BEACH, FL. 33139

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: A BARTHOLOMEW IV

Article V

The name and address of managing members/managers are:

Title: MR
A W BARTHOLOMEW IV
PO BOX 399114
MIAMI BEACH, FL. 33239

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Article VI

The effective date for this Limited Liability Company shall be:

10/07/2010

Signature of member or an authorized representative of a member

Signature: A BARTHOLOMEW IV