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To: Division of Corporations
Fax Number : (850)617-6383

From: Account Name : BILZIN SUMBERG BAENA PRICE & AXELROD LLP
Account Number : 075350000132
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**FLORIDA LIMITED LIABILITY CO.
CML- MO PHD LLC**

Certificate of Status	1
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**ARTICLES OF ORGANIZATION
OF
CML-MO PHD, LLC
(a Florida limited liability company)**

1. The name of the limited liability company is CML-MO PHD, 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 CML-ADC Venture, LLC, a Delaware limited liability company.


Dated: as of January 19, 2011.

SOLE MEMBER:

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

By: RL CML 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

By: 
Name: Doris Galczak
Its: Manager - Legal Entities

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**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 508, Florida Statutes.

Dated: 15 of 01/19, 2011

Of Corporation System

By:


Madonna Cuddihy
Special Assistant SecretaryFILED
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