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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

11 JUL - 8 PM 8:10

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B. BOSTICK
JUL 11 2011
EXAMINER

COVER LETTER

**TO: Registration Section
Division of Corporations**

SUBJECT: DCR Mortgage V, LLC
Name of Limited Liability Company

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Stacy J. Ames

Name of Person

Directed Capital Resources, LLC

Firm/Company

333 Third Avenue N., Suite 400

Address

St. Petersburg, FL 33701

City/State and Zip Code

stacy.ames@directedcapital.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Stacy Ames

Name of Person

at (**727**) **341-8383**

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:

- \$125.00 Filing Fee
- \$130.00 Filing Fee & Certificate of Status
- \$155.00 Filing Fee & Certified Copy (additional copy is enclosed)
- \$160.00 Filing Fee, Certificate of Status & Certified Copy (additional copy is enclosed)

Mailing Address
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street/Courier Address
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

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 11 JUL - 8 8:00
 TALLAHASSEE, FL
 STATE OF FLORIDA

ARTICLES OF ORGANIZATION

OF

DCR MORTGAGE V, LLC

The undersigned, being a duly authorized representative of a Member, desiring to form a limited liability company under and pursuant to the Florida Limited Liability Company Act, chapter 608, Florida Statutes, does hereby adopt the following Articles of Organization and hereby certifies:

ARTICLE I: NAME

The name of the limited liability company is DCR MORTGAGE V, LLC (the "**Limited Liability Company**").

ARTICLE II: ADDRESSES

The mailing address of the Limited Liability Company is 333 Third Avenue North, Suite 400, St. Petersburg, Florida 33701. The street address of the principal office of the Limited Liability Company is 333 Third Avenue North, Suite 400, St. Petersburg, Florida 33701.

ARTICLE III: DURATION

The period of duration for the Limited Liability Company shall commence with the filing of these Articles of Organization with the Florida Secretary of State and shall continue perpetually, unless terminated (i) by the unanimous vote of all Members of the Limited Liability Company or (ii) in accordance with the Limited Liability Company's Operating Agreement; provided always, however, that upon any such termination event, the existence and business of the Limited Liability Company may be continued by amendment of these Articles of Organization or the Operating Agreement providing for the continued existence of the Limited Liability Company.

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TALLAHASSEE, FLORIDA

ARTICLE IV: PURPOSE

The purpose for which the Limited Liability Company is being formed is to engage in any activity or business permitted under the laws of the United States and State of Florida.

ARTICLE V: REGISTERED AGENT AND OFFICE

The Limited Liability Company designates 1200 South Pine Island Road, Plantation, Florida 33324, as the street address of the initial registered office of the Limited Liability Company and names CT Corporation System, as the Limited Liability Company's initial registered agent at that address to accept service of process within the State of Florida.

ARTICLE VI: ADDITIONAL MEMBERS

Additional Members of the Limited Liability Company may be admitted upon the approval of all of the Members of the Limited Liability Company and otherwise in the manner set forth in the Operating Agreement of the Company.

ARTICLE VII: MANAGEMENT

The Limited Liability Company shall be conducted, carried on and managed by the Members of the Limited Liability Company in the manner prescribed by and provided in the Operating Agreement of the Limited Liability Company. Such Members shall also have the rights and responsibilities described in the Operating Agreement of the Limited Liability Company. The name and address of the initial Managing Member is as follows:

Directed Capital Resources, LLC, a Florida limited liability company
333 Third Avenue North
St. Petersburg, FL 33701

Such Manager shall serve in such capacity until removed in accordance with the Operating Agreement.

ARTICLE VIII: OPERATING AGREEMENT

The power to adopt, alter, amend or repeal the Operating Agreement of the Limited Liability Company shall be initially vested in the Members of the Limited Liability Company and thereafter in the manner prescribed by and provided in any adopted Operating Agreement of the Limited Liability Company.

ARTICLE IX: LIMITATION ON AGENCY AUTHORITY OF MEMBERS

Pursuant to section 608.424 of the Florida Limited Liability Company Act, no Member of the Limited Liability Company shall be an agent for the Limited Liability Company solely by virtue of being a Member, and no Member shall have authority to incur debt or contractual liability on behalf of the Limited Liability Company solely by virtue of being a Member.

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TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, I have signed these Articles of Organization and acknowledged them to be my act this 6th day of July, 2011.

Christopher S. Moench
Christopher S. Moench
Signature of Authorized Representative of Member
Executing the Articles of Organization

The foregoing instrument was acknowledged before me this 6th day of July, 2011, by Christopher S. Moench, who is personally known to me and who did take an oath.

Elizabeth C. Stiles
Print Name: Elizabeth C. Stiles
Notary Public—State of Florida
My Commission Expires: Dec. 28, 2014

[Notary Seal or Stamp]



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TALLAHASSEE, FLORIDA

**CERTIFICATE DESIGNATING PLACE, BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

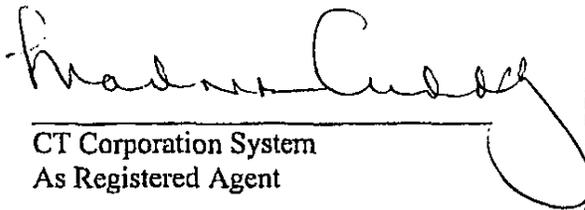
In pursuant of chapter 48.091, Florida Statutes, or more applicable statutes, the following is submitted:

FIRST: That DCR MORTGAGE V, LLC, desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Organization, at 1200 South Pine Island Road, Plantation, Florida 33324, has named CT Corporation System, located at 1200 South Pine Island Road, Plantation, Florida 33324, as the agent to accept service of process with this State.

SECOND: Further, said DCR MORTGAGE V, LLC, has designated the location 1200 South Pine Island Road, Plantation, Florida 33324 as its registered office, and said CT Corporation System, as its registered agent, pursuant to the provisions of Florida Statutes.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated Limited Liability Company, at place designated in this Certificate, I hereby accept to act in that capacity, and agree to comply with the provisions of the Florida Limited Liability Act and am familiar with and fully accept the designation as registered agent for said Limited Liability Company and the obligations of that position.


CT Corporation System
As Registered Agent

Madonna Cuddihy
Special Assistant Secretary

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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