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FLORIDA LIMITED LIABILITY CO. **TBW FDIC REO, LLC**

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ARTICLES OF ORGANIZATION OF TBW FDIC REO, LLC (a Florida limited liability company)

The undersigned, in forming a Florida limited liability company under the Florida Limited Liability Company Act, Chapter 608 of the Florida Statutes, hereby adopts the following Articles of Organization:

ARTICLE I

NAME

The name of the limited liability company is TBW FDIC REO, LLC (hereinafter, the "Company"),

ARTICLE II MAILING AND PRINCIPAL ADDRESS

The mailing address and street address of the principal office of the Company is 4901 Vineland Road, Suite 120, Orlando, FL 32811.

ARTICLE III

REGISTERED AGENT AND REGISTERED OFFICE

The name and street address of the Company's registered agent are CT Corporation System, 1200 S. Pine Island Road, Plantation, Florida 33324.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization as of the 29th day of July, 2011.

TBW FDIC REO, LLC

James L. Berger, Authorized Representative



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ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named as registered agent and to accept service of process for TBW FDIC REO, LLC at the place designated in Article III of the Articles of Organization. The undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned agrees to comply with the provisions of all statues relating to the proper and complete performance of its duties, and is familiar with and accept the obligations of its position as registered agent as provided for in Chapter 608, F.S.

CT CORPORATION SYSTEM By Name:

Name: Madonna Cuddihy Title: Special Assistant Secretary

Dated: July 29, 2011