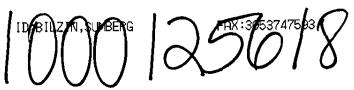
FILE No.360 11/03 '12 14:03 Division of Corporation



PAGE

Page 1 of 1

Florida Department of State

Division of Corporations **Electronic Filing Cover Sheet**

Note: Please print this page and use it as a cover sheet. Type the fax audit nu (shown below) on the top and bottom of all pages of the document.

(((H11000262900 3)))



Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations

Fax Number

: (850)617-6383

From:

Account Name

: BILZIN SUMBERG BAENA PRICE & AXELROD LLP

Account Number : 075350000132 Phone

: (305)374-7580

Fax Number

: (305)351-2122

**Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please. **

Email	Address	ŧ
-------	---------	---

FLORIDA LIMITED LIABILITY CO. RREF RB-FL GP, LLC

Certificate of Status Certifled Copy 1 Page Count 03 Estimated Charge \$160.00

J. BRYAN

Electronic Filing Menu

Corporate Filing Menu

HMDV -4 2011

EXAMINER

H11000262900 3

ARTICLES OF ORGANIZATION OF RREF RB-FL GP, LLC

(a Florida limited liability company)

- 1. The name of the limited liability company is RREF RB-FL GP, 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 RREF RB ACQUISITIONS, LLC, a Delaware limited liability company.

Dated: as of November 2, 2011.

SOLE MEMBER:

RREF RB ACQUISITIONS, LLC, a Delaware limited liability company

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

Name: Doris Galczak

Its: Senior Manager - Legal Entities

H11000262900 3

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.

Dated: as of November 2, 2011

CV Corporation System

Madonna Cuddihy

Special Assistant Secretary

NOV-3 AM 4: 38