

MAY 8 2012

CORP DIRECT AGENTS, INC. (formerly CCRS)  
515 EAST PARK AVENUE  
TALLAHASSEE, FL 32301  
222-1173

**FILING COVER SHEET**  
**ACCT. #FCA-14**

**CONTACT:**      **RICKY SOTO**

**DATE:**            **05/04/2012**

**REF. #:**           **000715.166016**

**CORP. NAME:**   **FORTRESS CAPITAL FIRST 2012, LLC**

- |  |   |   |
|--|---|---|
| <input type="checkbox"/> ARTICLES OF INCORPORATION   | <input type="checkbox"/> ARTICLES OF AMENDMENT  | <input type="checkbox"/> ARTICLES OF DISSOLUTION      |
| <input type="checkbox"/> ANNUAL REPORT               | <input type="checkbox"/> TRADEMARK/SERVICE MARK | <input type="checkbox"/> FICTITIOUS NAME              |
| <input type="checkbox"/> FOREIGN QUALIFICATION       | <input type="checkbox"/> LIMITED PARTNERSHIP    | <input checked="" type="checkbox"/> LIMITED LIABILITY |
| <input type="checkbox"/> REINSTATEMENT               | <input type="checkbox"/> MERGER                 | <input type="checkbox"/> WITHDRAWAL                   |
| <input type="checkbox"/> CERTIFICATE OF CANCELLATION |   |   |
| <input type="checkbox"/> OTHER:                      |   |   |

**STATE FEES PREPAID WITH CHECK#** **544320** **FOR \$** **125.00**

**AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:**

\_\_\_\_\_ **COST LIMIT: \$** \_\_\_\_\_

**PLEASE RETURN:**

- |  |   |  |
|--|---|--|
| <input type="checkbox"/> CERTIFIED COPY        | <input type="checkbox"/> CERTIFICATE OF GOOD STANDING | <input checked="" type="checkbox"/> PLAIN STAMPED COPY |
| <input type="checkbox"/> CERTIFICATE OF STATUS |   |  |

Examiner's Initials

FILED

12 MAY - 4 AM 9: 57

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

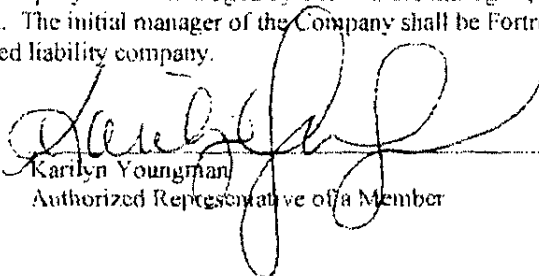
ARTICLES OF ORGANIZATION  
OF

Fortress Capital First 2012, LLC

The undersigned, acting pursuant to the Florida Limited Liability Company Act (the "Act"), adopts the following Articles of Organization for the purpose of organizing a Florida limited liability company (the "Company").

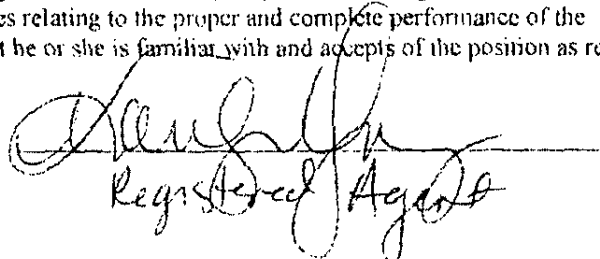
1. **Name.** The Company's name is Fortress Capital First 2012, LLC.
2. **Principal Office.** The address of the Company's principal office is  
  
1340 Duncan Loop N.  
#20-102  
Dunedin, FL 34698
3. **Registered Agent.** The name and street address of the Company's initial registered agent are:  
  
Karilyn Youngman  
1340 Duncan Loop N.  
#20-102  
Dunedin, FL 34698
4. **Term.** The Company will continue until December 31, 2099, unless sooner dissolved by law or as provided in the Company's operating agreement.
5. **Purpose.** The Company's purpose is to engage in any lawful activity for which a limited liability company may be organized under the Act. The Company may take any action incidental and conducive to the furtherance of that purpose.
6. **Management.** The Company will be managed by one or more managers, as designated in the Company's operating agreement. The initial manager of the Company shall be Fortress Capital Note Acquisition LLC, a Florida limited liability company.

Dated: May 3, 2012.

  
Karilyn Youngman  
Authorized Representative of a Member

**Acceptance by 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, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the undersigned's duties, and represents that he or she is familiar with and accepts of the position as registered agent.

  
Registered Agent