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LLC

1. BAYSHORE RESIDENTIAL VENTURES, LLC  
(CORPORATE NAME AND DOCUMENT #)

2. \_\_\_\_\_  
(CORPORATE NAME AND DOCUMENT #)

3. \_\_\_\_\_  
(CORPORATE NAME AND DOCUMENT #)

4. \_\_\_\_\_  
(CORPORATE NAME AND DOCUMENT #)

5. \_\_\_\_\_  
(CORPORATE NAME AND DOCUMENT #)

6. \_\_\_\_\_  
(CORPORATE NAME AND DOCUMENT #)

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**SPECIAL  
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## **ARTICLES OF ORGANIZATION**

**OF**

### **BAYSHORE RESIDENTIAL VENTURES, 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 BAYSHORE RESIDENTIAL VENTURES, LLC (the "**Limited Liability Company**").

#### **ARTICLE II: ADDRESSES**

The mailing address and street address of the Limited Liability Company is 3328 Bayshore Blvd. NE, St. Petersburg, Florida, 33703.

#### **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 Regulations; 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 Regulations providing for the continued existence of the Limited Liability Company.

#### **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.

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#### **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 Regulations of the Company.

#### **ARTICLE VII: MANAGEMENT**

The Limited Liability Company shall be conducted, carried on and managed by no less than one (1) Manager, who shall be elected by the Members of the Limited Liability Company in the manner prescribed by and provided in the Regulations of the Limited Liability Company. Such Managers shall also have the rights and responsibilities described in the Regulations of the Limited Liability Company. The name and address of the initial Manager is as follows:

Direct Capital Resources, LLC  
a Florida Limited Liability Company  
333 Third Avenue North, Suite 400  
St. Petersburg, FL 33701

Such Manager shall serve in such capacity until the first annual meeting of the Members or until such Manager's successor is duly elected and qualified.

#### **ARTICLE VIII: REGULATIONS**

The power to adopt, alter, amend or repeal the Regulations 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 Regulations of the Limited Liability Company.

#### **ARTICLE IX: LIMITATION ON AGENCY AUTHORITY OF MEMBERS**

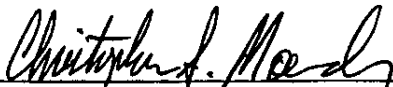
Pursuant to section 608.424 of the Florida Limited Liability Company Act, no Member of the Limited Liability Company shall be an agent for the Limited Liability Company solely by virtue of being a Member, and no Member shall have authority to incur debt or contractual liability on behalf of the Limited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

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IN WITNESS WHEREOF, I have signed these Articles of Organization and acknowledged them to be my act this 29<sup>th</sup> day of August, 2012.

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

The foregoing instrument was acknowledged before me this 29<sup>th</sup> day of August, 2012, by Christopher S. Moench, who is personally known to me and who did take an oath.



  
\_\_\_\_\_  
Print Name: KATHLEEN MOTT  
Notary Public—State of Florida  
My. Commission Expires:

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

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

FIRST: That BAYSHORE RESIDENTIAL VENTURES, 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 BAYSHORE RESIDENTIAL VENTURES, LLC, has designated the location of 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

Barbara A. Burke  
Special Assistant Secretary

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TALLAHASSEE, FLORIDA

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