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9/25/2013 11:05:16 AM To: (850) 617-6383

Division of Corporations

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Page 1 of 1

Florida Department of State
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FLORIDA LIMITED LIABILITY CO.
RREF CB SBL II-FL FCL, LLC

Certificate of Status	0
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COVER LETTER

**TO: Registration Section
Division of Corporations**

SUBJECT: RREP CB SBL II-FL PCL, 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:

Lori Buckler
Name of Person
Rialto Capital Management, LLC
Firm/Company
790 NW 107th Avenue, Suite 300
Address
Miami, FL 33172
City/State and Zip Code
lori.buckler@rialtocapital.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Lori Buckler at (305) 229-6688
Name of Person 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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TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION

OF

RREF CB SBL II-FL FCL, LLC
(a Florida limited liability company)

The name of the limited liability company is: **RREF CB SBL II-FL FCL, LLC**

1. The mailing and street address of the principal office of the limited liability company are:

790 NW 107TH Avenue
Suite 300
Miami, FL 3172

2. The name and the Florida street address of the Registered Agent and Registered Office of the limited liability company are:

CT Corporation System
1200 South Pine Island Road
Plantation, FL 33324

3. The limited liability company is to be member-managed. The sole member of the limited liability company is RREF CB SBL II ACQUISITIONS, LLC, a Delaware limited liability company.

Dated as of September 23, 2013.

SOLE MEMBER:

RREF CB SBL II ACQUISITIONS, LLC
a Delaware limited liability company,

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

By: 
Lori Buckler, Authorized Signatory

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

RREF CB SBL II-FL FCL, LLC

2. The name and the Florida street address of the registered agent and office are:

CT Corporation System
(Name)

1200 South Pine Island Road
Florida Street Address (P.O. Box **NOT** ACCEPTABLE)

Plantation, Florida 33324
City/State/Zip

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.

By: Madonna Cuddihy
C T Corporation System
(Signature)

**Madonna Cuddihy
Special Assistant Secretary**

\$ 100.00 Filing Fee for Application
\$ 25.00 Designation of Registered Agent
\$ 30.00 Certified Copy (optional)
\$ 5.00 Certificate of Status (optional)