

**413000173317**

**Florida Department of State  
Division of Corporations  
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To: Division of Corporations  
Fax Number : (850) 617-6383

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**FLORIDA LIMITED LIABILITY CO.  
RREF II RB-FL LLP, LLC**

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$155.00

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T. Burch DEC 17 2013

(850) 245-6051.

### COVER LETTER

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** RREFF II RB-FL LLP, 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@rialto-capital.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Lori Buckler

305

229-6688

at ( )

Name of Person

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:

- |  |   |  |   |
|--|---|--|---|
| <input type="checkbox"/> \$125.00 Filing Fee | <input type="checkbox"/> \$130.00 Filing Fee &<br>Certificate of Status | <input checked="" type="checkbox"/> \$155.00 Filing Fee &<br>Certified Copy<br>(additional copy is enclosed) | <input type="checkbox"/> \$160.00 Filing Fee,<br>Certificate of Status &<br>Certified Copy<br>(additional copy is enclosed) |
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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

12/16/2013 10:34:43 From: To: 8506176383

( 2/5 )

850-617-6381

12/13/2013 9:03:34 AM PAGE 1/001 Fax Server



December 13, 2013

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

CT CORPORATION SYSTEM

SUBJECT: RREF II RB-FL LLP, LLC  
REF: W13000068175

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

The name of the entity cannot include "LLP." This word/abbreviation is readily associated with or is commonly used to denote another type of entity. Please amend your document throughout accordingly.

If you have any questions concerning the filing of your document, please call (850) 245-6051.

Tim Burch  
Regulatory Specialist II

FAX Aud. #: E13000272317  
Letter Number: 213A00028357

**\*RE-SUBMIT\***

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date of submission 12/12

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ARTICLES OF ORGANIZATION  
OF

RREF II RB-FL LALP, LLC  
(a Florida limited liability company)

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TALLAHASSEE, FLORIDA

The name of the limited liability company is: RREF II RB-FL LALP, LLC.

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

790 NW 107 Avenue  
Suite 300  
Miami, FL 33172

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 II RB ACQUISITIONS, LLC, a Delaware limited liability company whose address is as follows:

790 NW 107<sup>TH</sup> Avenue  
Suite 300  
Miami, FL 33172

Dated as of December 9, 2013.

SOLE MEMBER:

RREF II RB 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

**ACCEPTANCE OF REGISTERED AGENT**

Having been named as registered agent and to accept service of process for RREF II RB-FL LALP, LLC at the place designated in Articles of Organization, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provision 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, F.S..

Dated as of December 11, 2013

CT CORPORATION SYSTEM

By: 

Madonna Cuddihy  
Special Assistant Secretary

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