

# L 140000000023

12/31/2013 11:43:00 From: To: 850-17-3882

Division of Corporations

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Florida Department of State  
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FLORIDA LIMITED LIABILITY CO.  
RREF II RB-FL WPI, LLC

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**ARTICLES OF ORGANIZATION  
OF**

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

The name of the limited liability company is: **RREF II RB-FL WPI, 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:

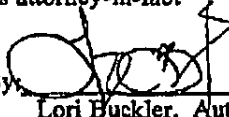
790 NW 107<sup>TH</sup> Avenue  
Suite 300  
Miami, FL 33172

Dated as of December 17, 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 WPI, 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 23, 2013

CT CORPORATION SYSTEM

By: 

Madonna Cuddihy  
Special Assistant Secretary