

**CERTIFICATE OF WITHDRAWAL OF AUTHORITY TO  
TRANSACTION BUSINESS IN FLORIDA**

The name of the limited liability company as currently filed with the Florida Department of State:  
ADVANTAGE CAPITAL COMMUNITY DEVELOPMENT FUND MISSISSIPPI II, L.L.C.

The document number of the limited liability company is M12000001916.

This limited liability company was organized under the laws of Delaware.

The date this limited liability registered with the Department of State is April 3, 2012.

This limited liability company is withdrawing its certificate of authority in this state.

Signature: MICHAEL T. JOHNSON

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Electronic Signature of Authorized Representative