STATE OF CALIFORNIA
DEPARTMENT OF CORPORATIONS

		ORDER
In the matter of	)	REVOKING CALIFORNIA FINANCE LENDERS LICENSE
	)	PURSUANT TO SECTION 22107
	)	FINANCIAL CODE
MARATHON STRUCTURED FINANCE FUND L.P. ONE BRYANT PARK, 38TH FLOOR NEW YORK, NY 10036		
Respondent	)	File No. 603C453
	)	
License under the	)	
California Finance Lenders Law	)	

The Commissioner finds that the annual assessment as required by Section 22107 of the Finance Code has not been filed, although notification to the Respondent to pay the assessment was duly sent on or about January 19, 2011.

THEREFORE, GOOD CAUSE APPEARING, Respondent's California Finance Lenders License is revoked effective February 24, 2011 pursuant to Section 22107 of the Financial Code, unless the annual assessment is received in good funds by the Department of Corporations Accounting Office located on **1515 K. Street, Suite 200, Sacramento, California 95814,** no later than the close of business on February 23, 2011. On the effective date of this Revocation Order, if the annual assessment has not been paid, you are hereby ordered and directed to discontinue the making or brokering of any loan made pursuant to the California Finance Lenders Law. You are also ordered and directed to discontinue all activity conducted pursuant to Section 22340 and Section 22600 of the Financial Code within 60 days of the effective date of this Order.

This ORDER is to remain in full force and effect until the further written order of the Commissioner of Corporations.

Section 22107 (d) of the Financial Code provides as follows:

> If a licensee fails to pay the assessment on or before the 30th day of December following the day upon which payment is due, the commissioner may by order summarily suspend or revoke the certificate issued to the licensee. If, after an order is made, a request for hearing is filed in writing within 30 days, and a hearing is not held within 60 days thereafter, the order is deemed rescinded as of its effective date. During any period when its certificate is revoked or suspended, a licensee shall not conduct business pursuant to this division except as may be permitted by order of the commissioner. However, the revocation, suspension or surrender of a certificate shall not affect the powers of the commissioner as provided in this division.

Dated: Los Angeles, California
February 2, 2011

PRESTON DUFAUCHARD
California Corporations Commissioner

Effective: February 24, 2011

By_____
PATRICIA R. SPEIGHT
Special Administrator
California Finance Lenders Law