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(Business Entity Name)

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FILED
2005 MAR -7 PM 6:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2003/10/05

5/1



March 3, 2005

Registration Section
Division of Corporations
Florida Department of State
409 East Gaines Street
Tallahassee, Florida 32399

Re: Name change for APB Mortgage LLC to APB Lending LLC

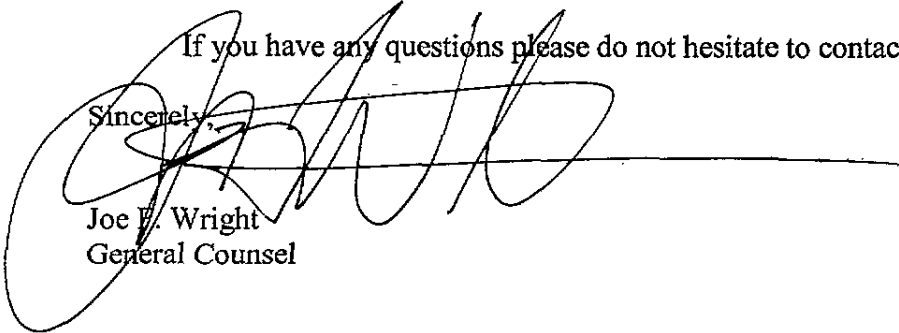
Dear Sir or Madam:

Enclosed is our application to file an amendment to our authorization to transact business in Florida in order to change our name from APB Mortgage LLC to APB Lending LLC. Also enclosed is an original certificate from the Commonwealth of Kentucky evidencing the name change and a check for your filing fee in the amount of \$25.00. Please return copies to me at the following address:

9931 Corporate Campus Drive
Suite 2400
Louisville, Kentucky 40223
502-212-4909
502-572-3052 Fax
joe.wright@apbmortgage.com

If you have any questions please do not hesitate to contact me.

Sincerely,


Joe F. Wright
General Counsel

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2005 MAR -7 PM 8:31

FILED

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY TO
FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

SECTION I (1-3 must be completed)

1. Name of limited liability company as it appears on the records of the Florida Department of State: APB Mortgage LLC
2. Jurisdiction of its organization: Kentucky
3. Date authorized to do business in Florida: 1/13/2003

SECTION II (4-7 complete only the applicable changes)

4. If the amendment changes the name of the limited liability company, when was the change effected under the laws of its jurisdiction of organization? 1/28/2005
5. New name of the limited liability company: APB Lending LLC
6. If the amendment changes the period of duration, indicate new period of duration: N/A
7. If the amendment changes the jurisdiction of organization, indicate new jurisdiction: N/A
8. If the amendment corrects any false statement, indicate the statement being corrected and the correction: N/A
9. Attached is an original certificate, no more than 90 days old, evidencing the aforementioned amendment(s), duly authenticated by the official having custody of records in the jurisdiction under the law of which the entity is organized.

Signature of a member or the authorized representative of a member

JOE F. WRIGHT

Typed or printed name of signee

Filing Fee: \$25.00

2005 MAR -7 PM 6:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Trey Grayson
SECRETARY OF STATE

CERTIFICATE

I, **Trey Grayson**, Secretary of State for the Commonwealth of Kentucky, do hereby certify that the foregoing writing has been carefully compared by me with the original thereof, now in my official custody as Secretary of State and remaining on file in my office, and found to be a true and correct copy of **ARTICLES OF AMENDMENT OF**

APB MORTGAGE LLC CHANGING NAME TO APB LENDING LLC FILED JANUARY 28, 2005.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Trey

Trey Grayson
Secretary of State
Commonwealth of Kentucky

(Printed By: BWeber - Certificate ID: 11039)

0523789.06

JDozier
LAOA

Trey Grayson
Secretary of State
Received and Filed
01/28/2005 1:00:04 PM
Fee Receipt: \$40.00

**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF APB MORTGAGE LLC**

Pursuant to the provisions of the Kentucky Limited Liability Company Act, the following Articles of Amendment to the Articles of Organization are hereby adopted:

- FIRST:** The name of the limited liability company is APB Mortgage LLC.
- SECOND:** Article I of the company's Articles of Organization is amended to read as follows:

"ARTICLE I

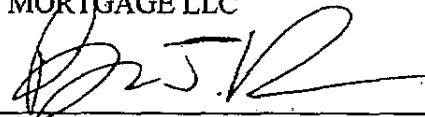
Name

The name of the limited liability company (the "Company") is APB Lending LLC."

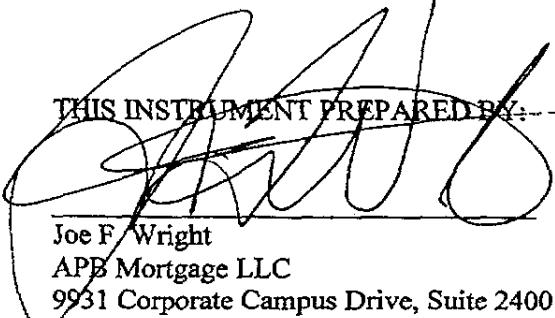
- THIRD:** The above-described amendment was adopted as of January 17, 2005.
- FOURTH:** The above-described amendment was duly adopted by the Board of Directors of the company in accordance with the Articles of Organization and the Operating Agreement of the company and the Kentucky Limited Liability Company Act.

Dated: January 17, 2005

APB MORTGAGE LLC

By: 
Bobby J. Roberts, President

~~THIS INSTRUMENT PREPARED BY:~~


Joe F. Wright
APB Mortgage LLC
9931 Corporate Campus Drive, Suite 2400
Louisville, KY 40223
502-212-4909

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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