2010 LIMITED PARTNERSHIP ANNUAL REPORT

DOCUMENT# A05000000886

Entity Name: MORTGAGE AND REAL ESTATE INCOME FUND, LTD.

FILED Mar 04, 2010 Secretary of State

Current Principal Place of Business: New Principal Place of Business:

3600 FAU BLVD 7999 N. FEDERAL HWY SUITE 207 SUITE 200

BOCA RATON, FL 33431 BOCA RATON, FL 33487

Current Mailing Address: New Mailing Address:

3600 FAU BLVD 7999 N. FEDERAL HWY SUITE 207 SUITE 200

BOCA RATON, FL 33431 BOCA RATON, FL 33487

FEI Number: 76-0790897 FEI Number Applied For () FEI Number Not Applicable () Certificate of Status Desired (X)

Name and Address of Current Registered Agent: Name and Address of New Registered Agent:

STEVEN, SHERMAN
7999 N. FEDERAL HWY #200
BOCA RATON, FL 33487 US

STEVEN, SHERMAN
7999 N. FEDERAL HWY
SUITE 200

BOCA RATON, FL 33487 US

The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

SIGNATURE: STEVEN SHERMAN 03/04/2010

Electronic Signature of Registered Agent Date

GENERAL PARTNER INFORMATION: ADDRESS CHANGES ONLY:

Document #: L05000044328

Name: MRIF MANAGEMENT, LLC
Address: 3600 FAU BLVD SUITE 207

 Address:
 3600 FAU BLVD SUITE 207
 Address:
 7999 N FEDERAL HWY SUITE 200

 City-St-Zip:
 BOCA RATON, FL 33431
 City-St-Zip:
 BOCA RATON, FL 33487

I hereby certify that the information indicated on this report is true and accurate and that my electronic signature shall have the same legal effect as if made under oath; that I am a General Partner of the limited partnership or the receiver or trustee empowered to execute this report as required by Chapter 620, Florida Statutes.

SIGNATURE: STEVEN SHERMAN PRES 03/04/2010