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LIMITED LIABILITY AMENDMENT

CITY MORTGAGE, L.L.C

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FLORIDA DEPARTMENT OF STATE
Glenda H. Hood
Secretary of State

April 23, 2004

CITY MORTGAGE, L.L.C
6065 NW 167 STREET, SUITE B12
MIAMI, FL 33015

SUBJECT: CITY MORTGAGE, L.L.C
REF: L04000003107

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

This entity is an LLC, but you used the language for a CORPORATION registered agent acceptance.

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ARTICLES OF AMENDMENT TO
ARTICLES OF ORGANIZATION OF
CITY MORTGAGE L.L.C

First: The date of filing of the articles of organization was January 12, 2004.

Second: The following amendment to the articles of organization were adopted by the limited liability company

Article V: Manager and Members

The Limited Liability Company ~~is~~ to be managed by the member(s) and the Name(s), address(s), and Title(s) of such member(s) of managing member(s) is (are):

Title: MGR	Title: MGR	Title: MGR
Daniel E. Lacouture (40%)	Cesar Logreira (40%)	Gloria Struss (20%)
7450 SW 30 Terrace,	1304 SW 160 Ave #300	400 Kings Point Dr. Apt 1617
Miami, Fl 33155	Weston, Fl 33326	Sunny Isles, Fl 33160

Dated April 15, 2004.



(Signature of a member or authorized representative of a member)

Daniel E. Lacouture

(Type or print name)

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STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR LIMITED LIABILITY COMPANY

Pursuant to the provisions of sections 608.416 or 608.508, Florida Statutes, the undersigned limited liability company submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the limited liability company is: CITY MORTGAGE L.L.C.

2. The mailing address of the limited liability company is: 6065 NW 167 ST. SUITE B12, MIAMI FLORIDA 33015.

3. Date of filing/registration in Florida: 01/12/04

4. Document number: L04000003107

5. The name of the registered agent and the registered office address as shown on the records of the Florida Department of State:

Armando Ruiz
Name
8410 SW 157 CT.
Address
Miami, FL 33193.
City, State and Zip

6. The name and address of the new registered agent and/or office:

Daniel E. Lacouture
Name
6065 NW 167 ST. SUITE B12
Florida street address (P.O. Box NOT acceptable)
Miami, FL 33015.
City, State and Zip

If the limited liability company is not organized under the laws of the State of Florida, it is hereby confirmed that after the change or changes are made, the Florida street address of the registered office and the business office of the registered agent will be identical. Or, in the case of a Florida limited liability company, it is hereby confirmed that the change(s) was/were authorized by an affirmative vote of the members of the limited liability company or as otherwise provided in the articles of organization or the operating agreement of the limited liability company.

[Signature]
(Signature of a member or authorized representative of a member)

Daniel E. Lacouture
(Printed or typed name of signer)

I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative 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. Or, if this document is being filed to merely reflect a change in the registered office address, I hereby confirm that the limited liability company has been notified in writing of this change.

[Signature]
(Signature of Registered Agent)

Division of Corporations, P.O. Box 6327, Tallahassee, FL 32314

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