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From: Account Name : LARREA & ORTEGA, P.A.
Account Number : I20010000067
Phone : (305)476-8701
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DIVISION OF CORPORATIONS

LIMITED LIABILITY AMENDMENT

RRR MITIGATION BANK, LLC

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**CERTIFICATE OF AMENDMENT TO
ARTICLES OF ORGANIZATION
OF
RRR MITIGATION BANK, LLC**
(A Florida Limited Liability Company)

Pursuant to the provisions of Section 608.411, Florida Statutes, this Florida limited liability company, adopts the following certificate of amendment to its Articles of Organization.

First: The date of filing of the Articles of Organization was April 16, 2004, and the Document Number is L04000029649.

Second: The following amendment to the Articles of Organization was adopted by the limited liability company:

Item No. 7 of the Articles of Organization is hereby amended to reflect that the following is the new managing member of the limited liability company:

RRR Mitigation GP, LLC
150 Alhambra Circle, Suite 800
Coral Gables, Florida 33134

Third: This Certificate of Amendment shall be effective as of the date when filed.

Dated: August 19, 2004

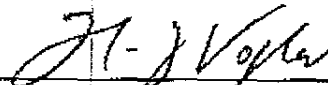
Original Managing Member:

U.S. General Partners, L.L.C.,
a Delaware limited liability company

By: 
Lidia Cartaya, General Manager

Successor Managing Member:

RRR Mitigation GP, LLC
a Florida limited liability company

By: 
Hans-Josef Vogler, Managing Member

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