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**FAX**

**TO** **FAX:** 18506176383

**FROM** **NAME:** Koger, Mireya P.

**RECIPIENT:** Articles of Amendment to Articles of Organization - 3399 Ponce, LLC - FL Dept. of State

Please file, ASAP today, the attached Articles of Amendment with the Secretary of State of FL. Any questions or problems, please call me directly at (305) 536-2719.

Thank you,  
Mireya Koger

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Mireya Koger  
Sr Paralegal  
mkoger@hunton.com

Hunton & Williams LLP  
Sabadell Financial Center  
1111 Brickell Ave, Suite 2500  
Miami, FL 33131

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ARTICLES OF AMENDMENT  
TO  
ARTICLES OF ORGANIZATION  
OF  
3399 PONCE, LLC  
(A Florida Limited Liability Company)

First: The Articles of Organization of 3399 Ponce, LLC (the "Articles") were filed on January 22, 2008, effective as of January 18, 2008, and assigned document number L08000006875.

Second: The Articles of Amendment to Articles of Organization were filed on January 24, 2008.

Third: This amendment is submitted to amend the following:

Delete the text of Article II in its entirety and replace with the following:

The street address of the principal office of the limited liability company is:

c/o Sabadell United Bank, N.A.  
1111 Brickell Avenue, 30<sup>th</sup> Floor  
Miami, Florida 33131

The mailing address of the of the limited liability company is:

c/o Sabadell United Bank, N.A.  
1111 Brickell Avenue, 30<sup>th</sup> Floor  
Miami, Florida 33131

Delete the text of Article III in its entirety and replace with the following:

The purpose for which this limited liability company is organized is:

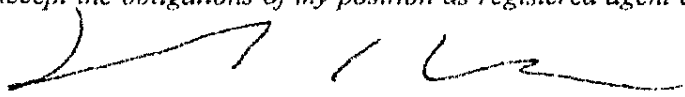
ANY AND ALL LAWFUL BUSINESS.

Delete the text of Article IV in its entirety and replace with the following:

The name and Florida street address of the limited liability company's registered agent is:

Fernando C. Alonso  
Hunton & Williams LLP  
1111 Brickell Avenue, Suite 2500  
Miami, Florida 33131

*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.*

  
Fernando C. Alonso

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Delete the text of Article V in its entirety and replace with the following:

The limited liability company is to be a member-managed company. The name and address of the sole member of the limited liability company is:

Sabadell United Bank, N.A.  
1111 Brickell Avenue, 30<sup>th</sup> Floor  
Miami, Florida 33131

Delete the text of Article VI in its entirety.

Dated: March 29, 2012

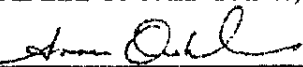
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[Signature page to Articles of Amendment to Articles of Organization of 3399 Ponce, LLC]

SABADELL UNITED BANK, N.A., as sole member

By: 

Name: Anna Oestreich

Title: Secretary

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