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COVER LETTER

	tration Section ion of Corporations	
SUBJECT:	USDVI	FUND REO, LLC
	Name of Limit	ted Liability Company
Dear Sir or M	1adam:	
The enclosed	Registered Agent/Registered Office	e Change and fee(s) are submitted for filing.
Please return	all correspondence concerning this	matter to the following:
	Natalie Charow	
	Name of Person	
	USDV FUND REO, LLC Firm/Company	
200	O SW 1ST AVENUE, SUITE 1260 Address	0
F	ORT LAUDERDALE, FL 33301 City/State and Zip Code	
E-meil.add	ncharow@usdebtventures.com	ation)
	ATALIE CHAROW at (
	Name of Person	Area Code & Daytime Telephone Number
Regist Divisi Cliftor 2661 I	ET/COURIER ADDRESS: ration Section on of Corporations n Building Executive Center Circle assee, Florida 32301	MAILING ADDRESS: Registration Section Division of Corporations P.O. Box 6327 Tallahassee, Florida 32314
Enclo	sed is a check for the following an	nount:
_	5 Filing Fee	\$55 Filing Fee & Certified Copy

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. Name of the limited liability company:	USDV FUND REO, LLC
2. (a) Principal office address of limited liability compar	200 SW 1ST AVENUE, STE. 1260
(Note: MUST BE STREET ADDRESS)	FORT LAUDERDALE, FL 33301
(b) Mailing address of limited liability company:	200 SW 1ST AVENUE, STE. 1260
(Note: MAY BE POST OFFICE BOX)	FORT LAUDERDALE, Ft. 33301
11/07/2011 3. Date of filing/registration in Florida	L11000126657. 23 T
5. (a) Registered Agent and Registered Office shown or	
Registered Agent:	BILLINGS, TODD
Registered Office Address:	4644 CORAL RIDGE DRIVE CORAL SPRINGS, FL 33076
(b) Enter name of <u>NEW Registered Agent</u> and/or <u>NEW Registered Agent</u> :	EW Registered Office address:
NEW Registered Office Address: (MUST BE FLORIDA STREET ADDRESS)	200 SW 1ST AVENUE, STE. 1260
If the limited liability company is not organized under the confirmed that after the change or changes are made, the	FORT LAUDERDALE ,FL33301 claws of the State of Florida, it is hereby Florida street address of the registered office

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 of a member or authorized representative of a member

TODD BILLINGS

Printed or typed name of signee

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 of Registered Agent