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October 25, 2006

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

RE: Change of Manager for a Foreign LLC Qualified to do Business in FL

To Whom It May Concern:

Enclosed please find the signed Affidavit by Foreign Limited Liability Company to Change Manager(s) or Managing Members needed in order to change the manager of American Residential Equities C, LLC. Also included with the affidavit is a check made payable to the Florida Department of State in the amount of \$25.00 which should cover the change fee.

Please direct any questions or correspondence to:

American Residential Equities Attn: Lisette de Padua 848 Brickell Avenue, Penthouse Miami, Florida 33131

Should you have any questions or concerns, please do not hesitate to contact the undersigned at (305) 577-1011 ext. 208. Thank you for your time.

Very Truly Yours,

Lisette de Padua

AFFIDAVIT BY FOREIGN LIMITED LIABILITY COMPANY TO CHANGE MANAGER(S) OR MANAGING MEMBER(S)

1. The name of the limited liability compand Department of State is: A menican	y as it appears on the records of the Florida Residential Equities Cyluc	
2. This entity was formed under the laws of	Delaware	
	siness in Florida on <u>7/20/06</u> er is <u>MO600000 4053</u>	
4. The name and address of each manager of	or managing member is as follows:	
Title: "MGR" = Manager "MGRM" = Managing Member	Name and Address:	
MGR	American Residential Ecuities, Inc. 848 Brickell Avenue, Penthouse Miami, FL 32131	: •
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Required Signature: (Signature of Filing Fee: \$25	OCT 30	SECRETARY
	. Pl	