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German Pena, P.A.  
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Suite 113  
Miami, FL 33186

(Address)

(City/State/Zip/Phone #)

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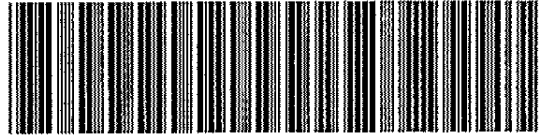
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SECRETARY OF STATE  
TALLAHASSEE, FL

Amen -  
C. Coufletta MAY 25 2005

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF:  
CAROUSEL MORTGAGE LOAN, CORP.

FILED  
05 MAY 23 PM 3:58  
SECRETARY OF STATE  
TALLAHASSEE FL 323

Pursuant to the provisions of section 307.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) Adopted:

ARTICLE VI  
PRINCIPAL PLACE OF BUSINESS

The initial street address in this state of the principal office of this corporation is:

8057 NW 155 STREET  
MIAMI LAKES FL 33016

ARTICLE VIII  
BOARD OF DIRECTORS

ADD: Yizel Amador  
Vice-President  
8057 NW 155 STREET  
MIAMI LAKES FL 33016

ARTICLE XI  
REGISTER AGENT

The name and address of the Register Office of this corporation shall be: Yizel Amador  
8057 NW 155 STREET., MIAMI LAKES FL 33016

Pursuant to Florida Status Section 607.164, having been named to accept process for the above State Corporation, at the place design in these Articles of Incorporation, I hereby accept to agree to act in this capacity, and agree to comply with the provisions of said act relative to keeping open said office.

By 

SECOND: The date of the amendments adoption: May 16, 2005

THIRD: Adoption of Amendments

The Amendments(s) were adopted by the board of Directors without shareholders action and shareholder action was not required.

Signed this May 16 2005

A handwritten signature in cursive script, appearing to read 'Yizel Amador', written over a horizontal line.

Yizel Amador

ACKNOWLEDGMENT AND CONSENT OF REGISTERED AGENT

Having been made initial registered Agent to accept service of process of the corporation at the initial registered office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of the law pertaining thereto.

A handwritten signature in cursive script, appearing to read 'Yizel Amador', written over a horizontal line.

Yizel Amador