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Division of Corporations
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From:

Account Name : EMPIRE CORPORATE KIT COMPANY
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RECEIVED
04 JUL 26 AM 7:53
DIVISION OF CORPORATIONS

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04 JUL 26 AM 11:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BASIC AMENDMENT

CASAS REALTY FINANCIAL, INC.

| | |
|-----------------------|---------|
| Certificate of Status | 0 |
| Certified Copy | 0 |
| Page Count | 02 |
| Estimated Charge | \$35.00 |

7/26/04
Amend
38

②

1. The name of this Corporation is Casas Realty Financial, Inc.
2. Article V of the Articles of Incorporation is deleted and replaced by new Article V,
as follows:

The aggregate number of shares which this Corporation shall have authority to issue is One Hundred Thousand (100,000) shares of voting common stock, One Cent (\$.01) par value per share (the "Class "A" Common Stock") and One Hundred Thousand (100,000) shares of non-voting common stock, One Cent (\$.01) par value per share (the "Class B Common Stock").

The holders of Class A Common Stock and Class B Common Stock shall have identical rights with respect to (i) distributions from the Corporation; and (ii) the liquidation of the Corporation; and (iii) all other matters affecting the Corporation, except that the holders of the Class B Common Stock shall not be entitled to vote on any matter submitted for consideration or approval by the shareholders of the Corporation, whether by vote, written consent or otherwise (except as otherwise provided in Section 607.1004 of the Florida Business Corporation Act or in any Shareholder's Agreement entered into by and among shareholders of the corporation).

3. The date of the Amendment's adoption: July 23, 2004.
4. The Corporation has not issued any shares of stock.
5. This Amendment was adopted by the incorporator without shareholder action and shareholder action was not required..

IN WITNESS WHEREOF, the undersigned incorporator of the Corporation has executed these Articles of Amendment, this 23rd day of July, 2004.

Incorporator:

Neal S. Litman, P.A.

By:

Neal S. Litman, President

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