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BASIC AMENDMENT

THE RESIDENCES 305-8/306-8-0804 CORP.

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TALLAHASSEE, FLORIDA

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Amend*

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE RESIDENCES 305-8/306-8-0804 CORP.

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendments adopted:

Article VII is hereby amended to read as follows: The name and address of the Directors of the corporation is as follows: Luisana Suarez, President and Secretary, 2100 Ponce de Leon Blvd., Suite 600, Coral Gables, FL 33134.

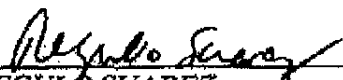
Article VIII is hereby amended to read as follows: The name and address of the officers of the corporation is as follows: Luisana Suarez, President and Secretary, 2100 Ponce de Leon Blvd., Suite 600, Coral Gables, FL 33134.

SECOND: The date of the amendment's adoption was November 8th, 2005.

THIRD: Adoption of Amendment:

The amendment was adopted by the board of directors without shareholder action and shareholder action was not required.

Signed this 8th day of November, 2005.



REGULO SUAREZ
PRESIDENT