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COVER LETTER

TO:	Amendment Section				
	Division of Corporations				

NAME OF CORPORATION: USA FINANCIAL MOYTGAGE Group. IN				
DOCUMENT NUMBER: P05000077216				
The enclosed Articles of Amendment and fee are submitted for filing.				
Please return all correspondence concerning this matter to the following:				
MERCEDES DEBURA-REYES (Name of Contact Person)				
BAC (Firm/ Company)				
(Firm/ Company)				
8347 SW 40th St.				
(Address)				
MIAMI, FL 33155 (City/ State and Zip Code)				
For further information concerning this matter, please call:				
MERCEDES DEBORA Reyes at (305) 220-3420 (Name of Contact Person) (Area Code & Daytime Telephone Number)				

Mailing Address

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

Street Address

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

ARTICLES OF AMENDMENT

TO
ARTICLES OF INCORPORATION OF
USA FINANCIAL MORTGAGE GROUP, INC. SECRETARY OF STATE
(Charter# P05000077216)

TALLAHASSEE FLORIDA 06 JUL 17 PM 2:08

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Pursuant to the provisions of section 607.1503, Florida Statutes, the undersigned non-profit corporation adopts the following articles of amendment to its articles of incorporation:

AMENDMENT ADOPTED TO ARTICLE IV:

The names and street addresses of the Directors are as follows. Please remove all other names:

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ADDRESS

Ferney Chaparro President, Secretary

8246 SW 103rd Ave. Miami FL 33173

AMENDMENT ADOPTED

REGISTERED OFFICE AND AGENT

The name and address of the new registered agent is:

Ferney Chaparro

8246 SW 103rd Ave. Miami FL 33173

THE DATE OF THE ADOPTION OF THIS AMENDMENT IS: July 5th, 2006.

THE AMENDMENT WAS APPROVED BY THE SHAREHOLDERS. THE NUMBER OF VOTES CAST FOR THE AMENDMENT WAS SUFFICIENT FOR APPROVAL.

Signed this July 5th, 2006.

USA FINANCIAL MORTGAGE GROUP, INC.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

ACKNOWLEDGMENT:

Having been named to accept service of process for USA FINANCIAL MORTGAGE GROUP, INC., at 8246 SW $103^{\rm rd}$ Ave, Miami, FL 33173, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.

Ferney Chaparro