

A97000000158

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

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To:

Division of Corporations
Fax Number : (850) 617-6383

From:

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REGISTERED AGENT CHANGE
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COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: _____
Name of Limited Partnership or Limited Liability Limited Partnership

DOCUMENT NUMBER: _____

The enclosed Statement of Change of Registered Office and/or Registered Agent and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to:

Contact Person

Firm/Company

Address

City, State and Zip Code

anns.walker@mccormackbaron.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Name of Contact Person

at (_____) _____

Area Code and Daytime Telephone Number

Enclosed is a \$35.00 check made payable to the Florida Department of State.

STREET ADDRESS:
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

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

INHS04 (01/06)

**LIMITED PARTNERSHIP OR LIMITED LIABILITY LIMITED PARTNERSHIP
STATEMENT OF CHANGE OF REGISTERED OFFICE OR
REGISTERED AGENT, OR BOTH**

Pursuant to the provisions of section 620.1115, Florida Statutes, the undersigned limited partnership or limited liability limited partnership submits the following statement in order to change its registered office or registered agent, or both, in the state of Florida.

1. Grand Savannah Club, Ltd.
Name of Limited Partnership or Limited Liability Limited Partnership
2. 01/17/1997 3. A97000000158
Date of filing/registration in Florida Florida document number

4. The name of the registered agent and the registered office address as shown on the records of the Florida Department of State:

CORPORATION SERVICE COMPANY
Name
1201 HAYS STREET
Address
TALLAHASSEE FL 32301-2525
City, State and Zip

5. The name and Florida street address of the new registered agent and/or office:

CT Corporation System
Name
1200 South Pine Island Road
Florida street address (P.O. Box not acceptable)
Plantation, FL 33324
City, State and Zip

6. Such change(s) is/are effective when filed by the Florida Department of State.

Nichol McCroy
Signature of General Partner

Nichol McCroy, Member, MBS GP 32, L.L.C., GP

I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Rebecca Barth
Signature of Registered Agent

Rebecca Barth, Assistant Secretary

Filing Fee: \$35.00
Certified Copy (optional): \$52.50

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

POWER OF ATTORNEY

NOTICE IS HEREBY GIVEN THAT McCormack Baron Salazar, Inc. (the "Corporation"), a corporation incorporated under the laws of the state of Missouri and the direct or indirect owner of the subsidiary entities shown on Schedule A attached hereto, does hereby appoint Nichol McCroy and Sandy Gilliss, employees of CT Corporation and acting solely in the capacity as employees of CT Corporation, as attorney-in-fact for the Corporation to act for the Corporation and in the Corporation's name for the limited purposes authorized herein.

The Corporation and the subsidiary entities listed, having taken all necessary steps to authorize the changes, hereby grants its attorney-in-fact the power to execute the documents necessary to change the Corporation's and the subsidiary entities' registered agent and registered office, or the agent and office of similar import, in any state to CT Corporation; and also the principal address, mailing address and business address, in any state, as directed and authorized by the Corporation. The attorney-in-fact will not make such changes without the prior approval of the Corporation.

In the execution of any documents necessary for the sole, limited purpose, set forth herein, Nichol McCroy and Sandy Gilliss shall exercise the power of Vice President, Secretary, Manager, and/or Member.

This Power of Attorney expires when revoked by the undersigned.

IN WITNESS WHEREOF the undersigned has executed this Power of Attorney on this 8th day of July 2010.

McCORMACK BARON SALAZAR, INC.,
a Missouri corporation

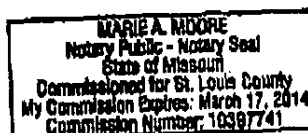
By: 
Hillary B. Zimmerman, Vice President

STATE OF MISSOURI)
) ss.
CITY OF ST. LOUIS)

On this 8th day of July 2010, before me, the undersigned Notary Public in and for said State, personally appeared Hillary B. Zimmerman, personally known to me to be the person whose name is subscribed to the within instrument, and acknowledged to me she executed the same in her authorized capacity and that by her signature on the instrument the entity upon behalf of which she acted, executed this instrument.

Witness my hand and official seal.


Notary Public



My commission expires: **3/17/14**

Exhibit A

Brisben Florida I Limited Partnership
Buchanan Bay, Ltd.
Grand Savannah Club, Ltd.
MBS Construction Services, Inc.
MBS GP 19, L.L.C.
MBS GP 22, L.L.C.
MBS GP 32, L.L.C.
MBS GP 39, L.L.C.
MBS GP 124, L.L.C.
MBS GP 125, L.L.C.
MBS GP 133, L.L.C.
MBS GP 176, L.L.C.
MBS Scott Carver GP, LLC
MBS-Saxon GP, L.L.C.
McCormack Baron Salazar, Inc.
Saxon Manor Isles Apartments Limited
Partnership
Scott Carver GP, Inc.
Scott Carver IIA, Limited Partnership
Scott Carver IIB, Limited Partnership
Scott Carver IIC, Limited Partnership
The Palms at Vero Beach Limited
Partnership
The Park at Palm Bay Limited
Partnership
Tierra Vista I Limited Partnership
Urban Strategies, Inc.