

2008 FOR PROFIT CORPORATION ANNUAL REPORT

DOCUMENT# F07000005636

FILED
Apr 22, 2008
Secretary of State

Entity Name: TGM MFF REIT VII INC.

Current Principal Place of Business:

% TGM ASSOCIATES L.P.
650 FIFTH AVENUE, 28TH FLOOR
NEW YORK, NY 10019

New Principal Place of Business:

Current Mailing Address:

% TGM ASSOCIATES L.P.
650 FIFTH AVENUE, 28TH FLOOR
NEW YORK, NY 10019

New Mailing Address:

FEI Number: FEI Number Applied For (X) FEI Number Not Applicable () Certificate of Status Desired ()

Name and Address of Current Registered Agent:

CORPORATION SERVICE COMPANY
1201 HAYS STREET
TALLAHASSEE, FL 323012525 US

Name and Address of New Registered Agent:

The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

SIGNATURE: _____

Electronic Signature of Registered Agent

_____ Date

Election Campaign Financing Trust Fund Contribution ().

OFFICERS AND DIRECTORS:

Title: CHRM () Delete
Name: GOCHBERG, THOMAS
Address: 650 FIFTH AVENUE, 28TH FLOOR
City-St-Zip: NEW YORK, NY 10019

Title: P () Delete
Name: GOCHBERG, THOMAS
Address: 650 FIFTH AVENUE, 28TH FLOOR
City-St-Zip: NEW YORK, NY 10019

Title: VD () Delete
Name: MACY, STEVEN
Address: 650 FIFTH AVENUE, 28TH FLOOR
City-St-Zip: NEW YORK, NY 10019

Title: TD () Delete
Name: FRAZZETTA, MICHAEL G
Address: 650 FIFTH AVENUE, 28TH FLOOR
City-St-Zip: NEW YORK, NY 10019

Title: S () Delete
Name: BILLS, VETA
Address: 650 FIFTH AVENUE, 28TH FLOOR
City-St-Zip: NEW YORK, NY 10019

ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS:

Title: () Change () Addition
Name:
Address:
City-St-Zip:

Title: () Change () Addition
Name:
Address:
City-St-Zip:

Title: () Change () Addition
Name:
Address:
City-St-Zip:

Title: () Change () Addition
Name:
Address:
City-St-Zip:

Title: () Change () Addition
Name:
Address:
City-St-Zip:

I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Chapter 119, Florida Statutes. I further certify that the information indicated on this report or supplemental report is true and accurate and that my electronic signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears above, or on an attachment with an address, with all other like empowered.

SIGNATURE: VETA BILLS

S

04/22/2008

Electronic Signature of Signing Officer or Director

_____ Date