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PAUL R. WATKINS (1899 - 1973)
DANA LATHAM (1898 - 1974)

LATHAM & WATKINS

ATTORNEYS AT LAW

650 TOWN CENTER DRIVE, SUITE 2000
COSTA MESA, CALIFORNIA 92626-1925

TELEPHONE (714) 540-1235

FAX (714) 755-8290

NEW YORK OFFICE

655 THIRD AVENUE, SUITE 1000
NEW YORK, NEW YORK 10022-4802
PHONE (212) 906-1200, FAX 751-4864

SAN DIEGO OFFICE

701 "B" STREET, SUITE 2100
SAN DIEGO, CALIFORNIA 92101-8197
PHONE (619) 236-1234, FAX 698-7419

SAN FRANCISCO OFFICE

505 MONTGOMERY STREET, SUITE 1900
SAN FRANCISCO, CALIFORNIA 94111-2562
PHONE (415) 391-0600, FAX 395-8095

SILICON VALLEY OFFICE

135 COMMONWEALTH DRIVE
MENLO PARK, CALIFORNIA 94025
PHONE (650) 328-4800, FAX 463-2600

SINGAPORE OFFICE

20 CECIL STREET, SUITE 25-02
THE EXCHANGE, SINGAPORE 049705
PHONE + 65-536-1161, FAX 536-1171

TOKYO OFFICE

INFINI AKASAKA, 8-7-15, AKASAKA, MINATO-KU
TOKYO 107-0052, JAPAN
PHONE +813-3423-3970, FAX 3423-3971

WASHINGTON, D.C. OFFICE

1001 PENNSYLVANIA AVE., N.W., SUITE 1300
WASHINGTON, D.C. 20004-2505
PHONE (202) 637-2200, FAX 637-2201

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CHICAGO OFFICE
SEARS TOWER, SUITE 5800
CHICAGO, ILLINOIS 60606
PHONE (312) 876-7700, FAX 993-9767

HONG KONG OFFICE

SUITE 2205A, 22ND FLOOR
NO. 9 QUEEN'S ROAD CENTRAL
HONG KONG
PHONE + 852-2522-7886, FAX 2522-7006

LONDON OFFICE

ONE ANGEL COURT
LONDON EC2R 7HU ENGLAND
PHONE + 44-171-374 4444, FAX 374 4480

LOS ANGELES OFFICE

833 WEST FIFTH STREET, SUITE 4000
LOS ANGELES, CALIFORNIA 90071-2007
PHONE (213) 485-1234, FAX 691-9763

MOSCOW OFFICE

ULITSA GASHEKA, 7, 9TH FLOOR
MOSCOW 123056, RUSSIA
PHONE + 7-095 785-1234, FAX 785-1235

NEW JERSEY OFFICE

ONE NEWARK CENTER, 16TH FLOOR
NEWARK, NEW JERSEY 07101-3174
PHONE (973) 639-1234, FAX 639-7298

May 28, 1999

VIA FEDERAL EXPRESS

Mr. Barry Aikens
Western Hills MHP
1300 SW. 5th Court
Davie, Florida 33325

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Re: Florida Representation

Dear Mr. Aikens:

On behalf of Kort & Scott, I am forwarding to you for your review and signature the Statement of Change of Registered Office and Agent for HM Venture II, LLC and Gold Coast Associates, LLC. The filing of these Statements with the Florida Division of Corporations places your name on the state records as the registered agent for these two entities.

Upon completion, please forward the signed Statements along with the enclosed checks for each filing to the Florida Division of Corporations, P.O. Box 6327, Tallahassee, Florida 32314.

Should you have any questions regarding the enclosed, please feel free to call me at (714) 755-8179.

Very truly yours,

Kate D. Walther
Kate D. Walther
Legal Assistant

Enclosures

cc: Stephanie H. Knutson, Esq.

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STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR LIMITED LIABILITY COMPANY

Pursuant to the provisions of sections 608.416 or 608.508, Florida Statutes, the undersigned limited liability company submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

Gold Coast Associates, LLC, a Delaware limited

1. The name of the limited liability company is: liability doing business in Florida as Gold Coast MHP, LLC
2. The mailing address of the limited liability company is: 3333 Michelson Drive, Suite 700
Irvine, California 92612

June 16, 1998

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3. Date of filing/registration in Florida
4. Document number
5. The name of the registered agent and the registered office address as shown on the records of the Florida Department of State:

CT CORPORATION SYSTEM

Name

1200 South Pine Island Road

Address

Plantation, Florida 33324

City, State and Zip

6. The name and address of the new registered agent and/or office:

Mr. Barry Aikens

Name

13000 SW 5th Court

Florida street address (P.O. Box NOT acceptable)

Davie FL 33325

City, State and Zip

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DIVISION OF CORPORATIONS
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If the limited liability company is not organized under the laws of the State of Florida, it is hereby confirmed that after the change or changes are made, the Florida street address of the registered office and the business office of the registered agent will be identical. Or, in the case of a Florida limited liability company, it is hereby confirmed that the change(s) was/were authorized by an affirmative vote of a majority of the members of the limited liability company or as otherwise provided in the articles of organization or the regulations of the limited liability company.

[Signature]
(Signature of a member or authorized representative of a member)

Lee Kort, Manager, MHC Ventures Holding Limited Partnership, as Member
(Printed or typed name of signee)

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. Or, if this document is being filed to merely reflect a change in the registered office address, I hereby confirm that the limited liability company has been notified in writing of this change.

[Signature]
(Signature of Registered Agent)

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