

A98000002467

Florida Department of State
Division of Corporations
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DIVISION OF CORPORATIONS

REGISTERED AGENT CHANGE

ENR HARBOR FUND LIMITED PARTNERSHIP NO. VIII

Certificate of Status	0
Certified Copy	0
Page Count	04
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A98-2467
CFL

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

Pursuant to the provisions of sections 620.105 and 620.1051, Florida Statutes, the undersigned limited partnership submits the following statement in order to change its registered office or registered agent, or both, in the state of Florida.

1. LNR HARBOR FUND LIMITED PARTNERSHIP NO. VII
Name of the limited partnership

2. 10/29/1998
Date of filing/registration in Florida

3. A98000002467
Document number assigned

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

LNR HARBOR FUND GP VII, INC.
Name
1691 WASHINGTON AVE., SUITE 800
Address
MIAMI BEACH FL 33139
City, State and Zip

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

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

6. Each change(s) was/were authorized by the general partners.

[Signature]
Signature of General Partner
Paul Farnham/Attorney-in-Fact

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 merely to reflect a change in the registered office address, I hereby confirm that the limited partnership has been notified in writing of this change.

[Signature]
Signature of Registered Agent

Beverlee Stuewe
Assistant Secretary

Make checks payable to Florida Department of State and mail to:
Division of Corporations, P.O. Box 6327, Tallahassee, FL 32314
Filing Fee: \$35.80

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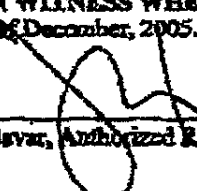
POWER OF ATTORNEY

NOTICE IS HEREBY GIVEN THAT Dinesh Davar, Authorized Representative of the partnerships set forth on the attached list consisting of 12 pages, (the "Partnerships") each organized under the laws of the state set forth next to its name, does hereby appoint Paul Foreman as attorney-in-fact and also, does hereby appoint Scott Dellenbach as attorney-in-fact for the Partnerships to act for the Partnerships and in the Partnerships' name for the limited purposes authorized herein.

The Partnerships, having taken all necessary steps to authorize the changes, hereby grants its attorney-in-fact the power to execute the documents necessary to file change of agent forms, name change amendment forms and documents of similar import, in any state, county, circuit court or local jurisdiction.

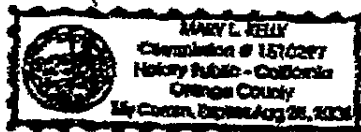
This Power of Attorney expires upon the earlier of March 31, 2006 or when revoked by the Partnerships.

IN WITNESS WHEREOF the undersigned has executed this Power of Attorney on this 22nd day of December, 2005.

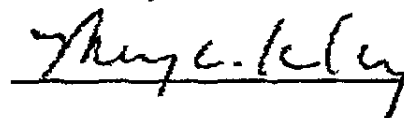

Dinesh Davar, Authorized Representative

State of CALIFORNIA }
County of ORANGE }

On December 22, 2005, before me, Mary L. Kelly, Notary Public, personally appeared Dinesh Davar, personally known to me to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person or the entity upon behalf of which the person acted, executed the instrument.



WITNESS my hand and official seal.



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ENTITY	JURISDICTION	Formation/Qual Date	State ID
Brandon Creek Apartments, Limited (FL)	FL	11/29/1989	A89000001880
LNR Harbor Fund Limited Partnership No. IX (FL)	FL	10/29/1998	A98000002466
LNR Harbor Fund Limited Partnership No. VII (FL)	FL	10/29/1998	A98000002437
River Oaks Housing Partners Limited (FL)	FL	11/4/1988	A89000001811

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