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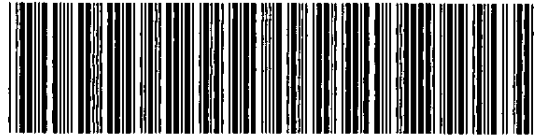
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TALLAHASSEE, FLORIDA

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: LNR Harbor Fund Limited Partnership No. VIII
(Name of Florida Limited Partnership or Limited Liability Limited Partnership)

The enclosed Certificate of Amendment and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to:

Mary Kelly
(Contact Person)
Steadfast Companies
(Firm/Company)
4343 Von Karman, #300
(Address)
Newport Beach, CA 92660
(City, State and Zip Code)

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For further information concerning this matter, please call:

Mary Kelly at (949) 623-7770
(Name of Contact Person) (Area Code and Daytime Telephone Number)

Enclosed is a check for the following amount:

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| <input type="checkbox"/> \$52.50 Filing Fee | <input type="checkbox"/> \$61.25 Filing Fee
and Certificate of
Status | <input checked="" type="checkbox"/> \$105.00 Filing Fee
and Certified Copy | <input type="checkbox"/> \$113.75 Filing Fee,
Certified Copy, and
Certificate of Status |
|---|---|---|---|

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

CERTIFICATE OF AMENDMENT
TO THE
CERTIFICATE OF
LIMITED PARTNERSHIP OF

LNR HARBOR FUND LIMITED PARTNERSHIP NO. VIII

Pursuant to the provisions of Section 620.1202, Florida Statutes, this Florida limited partnership, whose Certificate was filed with the Florida Department of State on October 29, 1998, adopts the following Certificate of Amendment to its Certificate of Limited Partnership

FIRST: Amendments:

1. The name of the Limited Partnership is SAH Harbor Fund Limited Partnership No. VIII, a Florida limited partnership (the "Limited Partnership")
2. The name and business address of the sole general partner of the Limited Partnership is:

SAH Harbor Fund GP VIII, Inc., a Florida corporation
(fka LNR Harbor Fund GP VIII, Inc., a Florida corporation)
6420 SW Macadam Avenue, Suite 100
Portland, OR 97239

P9800092260

SECOND: The Effective date is the date of filing.

IN WITNESS WHEREOF, this Amendment to the Certificate of Limited Partnership has been duly executed by all the general partners of the aforementioned Limited Partnership as of the 16th day of August, 2007.

SAH Harbor Fund GP VIII, Inc., a Florida
corporation (fka LNR Harbor Fund GP VIII, Inc.)

By: _____
Name: Dinesh Davar
Title: Chief Financial Officer

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