

2008 LIMITED LIABILITY COMPANY ANNUAL REPORT

**FILED
Mar 12, 2008
Secretary of State**

DOCUMENT# M04000002418

Entity Name: SPG CAPITAL VII, LLC

Current Principal Place of Business:

225 W. WASHINGTON ST.
INDIANAPOLIS, IN 46204

New Principal Place of Business:

Current Mailing Address:

225 W. WASHINGTON ST., PO BOX 7033
C/O CORPORATE PARALEGAL
INDIANAPOLIS, IN 46207

New Mailing Address:

FEI Number: 74-3143743 FEI Number Applied For () FEI Number Not Applicable () Certificate of Status Desired ()

Name and Address of Current Registered Agent:

C T CORPORATION SYSTEM
1200 SOUTH PINE ISLAND ROAD
PLANTATION, FL 33324 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

MANAGING MEMBERS/MANAGERS:

Title: MGRM () Delete
Name: SIMON PROPERTY GROUP, , LP
Address: 225 W. WASHINGTON ST.
City-St-Zip: INDIANAPOLIS, IN 46204

ADDITIONS/CHANGES:

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 is true and accurate and that my electronic signature shall have the same legal effect as if made under oath; that I am a managing member or manager of the limited liability company or the receiver or trustee empowered to execute this report as required by Chapter 608, Florida Statutes.

SIGNATURE: JAMES A. SCHMIDT

AS

03/12/2008

Electronic Signature of Signing Managing Member, Manager, or Authorized Representative / Date