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Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

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To:

Division of Corporations
Fax Number : (850) 617-6383

From:

Account Name : C T CORPORATION SYSTEM
Account Number : FCA000000023
Phone : (850) 222-1092
Fax Number : (850) 878-5368

****Enter the email address for this business entity to be used for annual report mailings. Enter only one email address please.**

Email Address: _____

FILED
10 MAY - 5 AM 10:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**LLC AMND/RESTATE/CORRECT OR M/MG RESIGN
HERITAGE HARBOUR APARTMENTS, LLC**

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$25.00

D. BRUCE

MAY - 6 2010

EXAMINER

RECEIVED
10 MAY - 5 AM 11:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Heritage Harbour Apartments, LLC
Name of Foreign Limited Liability Company

Dear Sir or Madam:

The enclosed Affidavit by Foreign Limited Liability Company to Change Manager(s) or Managing Member(s) and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Michael L. Elizondo

Name of Person

Pyramis Global Advisors Trust Company

Firm/Company

82 Devonshire Street, E27B

Address

Boston, MA 02109

City/State and Zip Code

mike.elizondo@fmr.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Stephen Napolitano

Name of Person

at (617)

526-5164

Area Code and Daytime Telephone Number

STREET/COURIER ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Enclosed is a check for the following amount:

☐ \$25 Filing Fee

☐ \$30 Filing Fee &
Certificate of Status

☐ \$55.00 Filing Fee &
Certified Copy

☐ \$60 Filing Fee,
Certificate of Status &
Certified Copy

CR2E123(8/07)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**AFFIDAVIT BY FOREIGN LIMITED LIABILITY COMPANY
TO CHANGE MANAGER(S) OR MANAGING MEMBER(S)**

1. The name of the limited liability company as it appears on the records of the Florida Department of State is: Heritage Harbour Apartments, LLC

2. This entity was formed under the laws of: Delaware

3. This entity was authorized to transact business in Florida on July 1, 2004
and its Florida document/registration number is M04000002597

4. The name and address of each manager or managing member is as follows:

Title:

"MGR" = Manager

"MGRM" = Managing Member

Name and Address:

MGRM

GF II/Heritage Harbour, LLC
Pyramis Global Advisors Trust Company
82 Devonshire Street, E27B
Boston, MA 02109

Required Signature: See signature page attached
Signature of Manager, Managing Member or Member

Filing Fee: \$25

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OF II/HERITAGE HARBOUR, LLC,
a Massachusetts limited liability company

By: Fidelity Real Estate Growth Fund II, L.P.,
its sole member

By: Pyramis Global Advisors Trust Company,
as Investment Manager and not individually

By: 
Michael Elizondo
Executive Managing Director

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10 MAY -5 AM 10:36

CLERK OF STATE
TALLAHASSEE, FLORIDA