

MO 600002499

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Account Name : C T CORPORATION SYSTEM
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Phone : (850) 222-1092
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REGISTERED AGENT CHANGE

GFII DVI CARDEL SAWGRASS, LLC

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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, both in the State of Florida.

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1. Name of the limited liability company: GPI DVI CARDIEL SAWGRASS, LLC
2. (a) Principal office address of limited liability company: c/o Pyramis Global Advisors Trust Company
82 Devonshire Street, F3A
Boston, MA 02109
(Note: MUST BE STREET ADDRESS)
- (b) Mailing address of limited liability company: c/o Pyramis Global Advisors Trust Company
82 Devonshire Street, F3A
Boston, MA 02109
(Note: MAY BE POST OFFICE BOX)

May 3, 2006 MD600002499
3. Date of filing/registration in Florida 4. Document number

5. (a) Registered Agent and Registered Office shown on the records of the Florida Dept. of State:
Registered Agent: Robert J. Weigler
Registered Office Address: 150 West Flagler Street, Suite 2300
Miami, FL 33130

(b) Enter name of NEW Registered Agent and/or NEW Registered Office address:
NEW Registered Agent: C T Corporation System
NEW Registered Office Address: 1200 South Pine Island Road
(MUST BE FLORIDA STREET ADDRESS) Plantation, FL 33324

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 the members of the limited liability company or as otherwise provided in the articles of organization or the operating agreement of the limited liability company.

See attached.
(Signature of Conite Bryan, representative of a member)
Assistant Secretary
(Print name of representative)

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 as provided for in Chapter 608, F.S. 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.

By Conite Bryan
(Signature of Registered Agent)
C T Corporation System

Division of Corporations, P.O. Box 6327, Tallahassee, FL 32314
FILING FEE: \$25.00

Signature page to Statement of Change of Registered Office and Registered Agent by GFII
DVI CARDEL SAWGRASS, LLC:

09 APR 17 AM 9:52
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TALLAHASSEE, FLORIDA

GFII DVI CARDEL SAWGRASS, LLC, a Delaware limited liability company

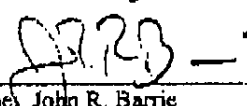
By: GFII DVI Cardel Holdings, LLC, its sole member

By: GFII DVI Cardel JV, LLC, its sole member

By: GF II/Cardel LLC, its managing member

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

By: Pyramis Global Advisors Trust Company, as
Investment Manager and Not Individually



Name: John R. Barrie
Title: Vice President

April 17, 2009