Florida Department of State

Division of Corporations Public Access System

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Division of Corporations

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: (850)617-6380

From:

Account Name : C T CORPORATION SYSTEM

Account Number : FCA000000023 Phone

: (850)222-1092

: (850)878-5926

Fax Number

8:58

REGISTERED AGENT CHANGE

SCI GATEWAY AT GLADES FUND 11, LLC

Certificate of Status 0 Certified Copy Ü Page Count 03 Estimated Charge \$35.00

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STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR LIMITED LIABILITY COMPANY

Pursuant to the provisions liability company submits th agent, or both, in the State of	of sections 608.4 e following stater f Florida.	16 or 608,508 nent in order i	, Florida Statue o change its reg	es, the undersigned limit gistered office or register	ed ed
1. The name of the limited li					·
2. The mailing address of th	e limited liability	company is : _			,
11620 WILSHIRE BLVD 10th FL	OOR LOS ANGELE	S, CA 90025			·
08/02/07			M07000004670		
3. Date of filing/registration	in Florida		4. Document n	ımber	
5. The name of the registered Florida Department of Sta	i agent and the reg	istered office	iddress as show	on the records of the	
co	PRPORATION SERV			- -	
12	II HAYS STREET	Name	·		
TA	LLAHASSEE FL 32	Address 301-2525			
· · · · · · · · · · · · · · · · · · ·	Çit	y, State and Zi	3	-	
6. The name and address of t	he new registered	agent and/or o	ffice:		
C T Corporation System				. FAS	
Name 1200 South Pine Island Road				OEC LLAH	
F	lorida street addre	ess (P.O. Box I	VOT acceptable)	C 20 HETARI HASSI	<u> </u>
	Plantation	FL	33324		\overline{n}
	City	State and Zip		OF S.	۲
If the limited liability compa confirmed that after the chan and the business office of the liability company, it is hereb of the members of the limite or the operating agreement of	ge or changes are ergistered agent y confirmed that to diability compared the limited liability compared the limited liability.	made, the Flor will be identica he change(s) way or as otherwaity company.	nda street addres al. Or, in the cas as/were authoriz	Florida, it is hereby of the registered office of a Florida limited ed by an affirmative vote	; a
Carolina Botero (Printed or typed name of signee)				1	
I hereby accept the appoints comply with the provisions of and I am familiar with and a Chapter 608, F.S. Or, if this address, I hereby confirm the CT Corporation of Regiment Agamman.	mon system		ee to act in this cer and complete ion as registered by reflect a changes been notified	L.	to
Division o	of Corporations, FILI	P.O. Box 6327 NG FEE: \$25		32314	
INHS18 (8/05)					
FL0 5 - vs/09/2005 C T System Online		,		1	

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POWER OF ATTORNEY

NOTICE IS HEREBY GIVEN THAT Anne S. Brooks, the Vice President of SCI Real Estate Investments, LLC ("the Company"), a limited liability company organized under the laws of Virginia, and representative of the Company's affiliated entities shown on the 1st appended hereto as Exhibit A (the "Affiliated Entities") does hereby appoint Carolina Botor and Erin McBrearty as attorney-in-fact for the Company and the Affiliated Entities for the Imited purposes authorized herein.

The Company, having taken all necessary steps to authorize the changes, a creby grants its attorney-in-fact the power to execute the documents necessary to change the Company's registered agent and registered office, or the agent and office of similar import, in any state to C T Corporation System (or affiliated entity).

In the event that any member of the Company hereafter objects to the exception of this Power of Attorney and/or the change of registered agent and registered office of the Company to C T Corporation System, C T Corporation System shall, at its own cost and expanse, change the registered agent and registered office of the Company to such agent and office as was designated immediately prior to the date hereof.

IN WITNESS WHEREOF the undersigned has executed this Power of Attorney on this 15th day of November 2007.

Anne S. Brooks Vice President

STATE OF California

SS:

COUNTY OF Los Angeles

The foregoing instrument was acknowledged before me this 15th day of Nevember, 2007 by Anne S. Brooks, as Vice President on behalf of SCI Real Estate Investments, ILC, a Virginia limited liability company, and such individual is personally known to me.

> Sign Name; Print Name:

Notary Public

Serial No. (none if blank): 162

My Commission Expires: Dec . B 2009

[NOTARIAL SEAL]

NICOLE M. CALOURO Commission # 1627962 Notary Public - California Los Angeles County

Exhibit A

EXHIBIT A	
SCI Gatoway At Club Fund 1, LLC	
SCI Gateway At Club Fund 10, LLC	
SCI Gateway At Club Fund 11, LLC	
SCI Gateway At Club Fund 12, LLC	
SCI Gateway At Club Fund 13, LLC	
SCI Gateway At Club Fund 14, LLC	
SCI Gateway At Club Fund 15, LLC	
SCI Gateway At Club Fund 16, LLC	
SCI Gateway At Club Fund 17, LLC	
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SCI Gateway At Club Fund 31, LLC	
SCI Gateway At Club Fund 32, LLC	
SCI Gateway At Club Fund 4, LLC	
SCI Gateway At Club Fund 5, LLC	
SCI Gateway At Club Fund 6, LLC	
SCI Gateway At Club Fund 7, LLC	
SCI Gateway At Club Fund B, LLC	
SCI Gateway At Club Fund 9, LLC	
SCI Gateway At Club Fund, LLC	

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SECRETARY OF STATE FALLAHASSEE, FLORIDA

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