

Florida Department of State

Division of Corporations Public Access System

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Division of Corporations

Fax Number : (850)617-6380

: C T CORPORATION SYSTEM Account Name

Account Number : FCA000000023 : (850)222-1092 Phone Fax Number

: (850)878-5926

.........

REGISTERED AGENT CHANGI

SCI GATEWAY AT GLADES FUND 25, LL

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CI CORPORATION SYSTM

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

Pursuant to the provisio liability company submit agent, or both, in the Stat	ns of sections 608.416 or 608.50 s the following statement in order te of Florida.	8, Florida Statui to change its re	es, the undersigned limit istered office or register	ted red
. 1. The name of the limite	ed liability company is: SCI Gatewa	y At Club Fund 25, I	LC	 .
2. The mailing address o	f the limited liability company is :			 •
11620 WILSHIRE BLVD 10th	FLOOR LOS ANGELES, CA 90025			
08/02/07		M07000004674		
3. Date of filing/registrat	ion in Florida	4. Document no	mber	
5. The name of the register Florida Department of	ered agent and the registered office State:	address as shown	on the records of the	
•	CORPORATION SERVICE COMPAN	Υ		
•	Name			
	1201 HAYS STREET			
	Address TALLAHASSEE FL 32301-2525	i		
	City, State and Z	ip		
6. The name and address	of the new registered agent and/or	-		
	C T Corporation Syst	em	≥0	07
	Name 1200 South Pine Island R	.oad	LAH AH) 1910 /
	Florida street address (P.O. Box	NOT acceptable)	夏 国	2
	Plantation FL	33324		O A
	entra de la companya)	. Tim	
and the business office of	npany is not organized under the la hange or changes are made, the Flo the registered agent will be identi- reby confirmed that the change(s) nited liability company or as other at of the limited liability company.	cal. Or, in the case	of a Florida limited d by an affirmative vote	8: 58
(Signature of a member or author	(20d representative of a mamber)			
Carolina Botero (Printed or typed name of signee)				
I hereby accept the appo comply with the provision and I am familiar with an Chapter 608, F.S. Or, if address, Lhereby confirm By: (Signature of Registered Agent)	intment as registered agent and agents of all statutes relative to the productions of my postations of my postations document is being filed to mer that the limited liability company potation System	ree to act in this coper and complete ition as registered it of the complete in the complete i	I	fo •
	on of Corporations, P.O. Box 632 FILING FEE: \$2	7, Tallahassee, F	ļ	
INHS18 (8/05)				

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FL015 - 09/19/2005 C T System Online

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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 heroto as Exhibit A (the "Affiliated Entities") does heroby appoint Carolina Boters and Erin McBrearty as attorney-in-fact for the Company and the Affiliated Entities for the limited purposes authorized herein.

The Company, having taken all necessary steps to authorize the changes, hereby 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 execution 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 expense, 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 Altomey on this 15th day of November 2007.

Anne S. Brooks Vice President

STATE OF California

COUNTY OF Los Angeles

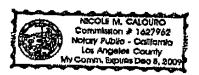
The foregoing instrument was acknowledged before me this 15th day of Newmber, 2007 by Anne S. Brooks, as Vice President on behalf of SCI Real Estate Investments, L.C, a Virginia limited liability company, and such individual is personally known to me.

My Commission Expires: Dec. 8,2009

Sign Name: Notary Public

Sorial No. (none if blank): 162-1962

[NOTARIAL SEAL]



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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 SCI Gateway At Club Fund 18, LLC SCI Gateway At Club Fund 19, LLC SCI Gateway At Club Fund 2, LLC SCI Gateway At Club Fund 20, LLC SCI Gateway At Club Fund 21, LLC SCI Gateway At Club Fund 22, LLC SCI Gateway At Club Fund 23, LLC SCI Gateway At Club Fund 24, LLC SCI Gateway At Club Fund 25, LLC SCI Gateway At Club Fund 26, LLC SCI Gateway At Club Fund 27, LLC SCI Gateway At Club Fund 28, LLC SCI Gateway At Club Fund 29, LLC SCI Gateway At Club Fund 3, LLC SCI Gateway At Club Fund 30, LLC SCI Gateway At Club Fund 31, LLC SCI Gateway At Club Fund 32, LLC

SCI Gatoway At Club Fund 1, LLC SCI Gateway At Club Fund 10, 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 8, LLC SCI Gateway At Club Fund 9, LLC SCI Gateway At Club Fund, LLC

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