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To:

Division of Corporations

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: (850)617-6380

From:

Account Name : C T CORPORATION SYSTEM

Account Number : FCA000000023 Fhone : (850)222-1092 Fax Number : (850)878-5926 O7 DEC 19 AM 8: L5
SECRETARY OF STATE
TALLAHASSEE FIRE

REGISTERED AGENT CHANGE

SCI GATEWAY AT GLADES FUND 21, LL

RECEIVED

7 DEC 19 PM 2: 23
SECRETAIN OF STATE
ALLAHASSEE, FLORIDA

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12/19/2007 Tp:ET 4002/61/21

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

Pursuant to the provision liability company submit agent, or both, in the Sta	ts the following sta	8.416 or 608.50 itement in order)8, Florida Statue r to change its reg	s, the undersig istered office or	ned lim registe	iited ered
1. The name of the limit	ed liability compar	ry is: SCI Gatewa	y At Club Fund 21, U	LC		
2. The mailing address of	of the limited liabil	ity company is :		.,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,		
11620 WILSHIRE BLVD 10t	h FLOOR LOS ANG	ELES, CA 90025				
08/02/07			M07000004678			
3. Date of filing/registra	tion in Florida		4. Document n	mber		
5. The name of the regist Florida Department of		registered office	address as showi	on the records o	of the	
•	CORPORATION SE	ERVICE COMPAN	ry	TA	0	
		Name	<u></u>		07 DEC 19	-
	1201 HAYS STREE			名名	Ξ	(Mary
Address			I ASA		GIRE	
	TALLAHASSEE FL 32301-2525 City, State and Zip			<u>- %</u>	9	i Gara
6. The name and address	ÚF STATE E. FLORIDA	<u> </u>				
	С	T Corporation Sys	tem	ORI ORI	۳. 3:	L
		Name		0.F	ហ	
		South Pine Island				
	Florida street ad	ldress (P.O. Box	NOT acceptable)			
	Plantation	FL	33324			
	C	ity, State and Zi	p	ł.		
If the limited liability co confirmed that after the cand the business office of liability company, it is hof the members of the lior the operating agreement (Signature of a member or author)	change or changes of the registered age ereby confirmed in mited liability com ent of the limited lia	are made, the Flent will be idented the change(s) apany or as other ability company	orida street addressical. Or, in the cas- was/were authorizes wise provided in the	of the registere of a Florida lir ed by an affirm	nited nited stive vo	ote
Carolina Botero (Printed or typed name of signe	*	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	-			
I hereby accept the approximate the provision and I am familiar with a Chapter 608, F.S. Or, it address, I hereby confin By: (Signature of Registrien Agent)	rporación system	ONARE BRYA	gree to act in this coper and complete sition as registered rely reflect a change has been notified. N 1001 SPORT (NOT)	pacity. I furth ferformance of agent as provide to in the register in writing of this	er agre my duti led for l ed offic s chang	e to ies, in ce ce
	ion of Corporation		27, Tallahassee, F	32314		
INHS18 (8/05)						

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POWER OF ATTORNEY

NOTICE IS HEREBY GIVEN THAT Anne S. Brocks, 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 list appended hereto as Exhibit A (the "Affiliated Entitles") does hereby appoint Carolina Botero and Erin McBrearty as attorney-in-fact for the Company and the Affiliated Entities for the I mited 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 exaction 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 Aporney 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 Nevember, 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. 6, 2009

Sign Name: Notary Public

Print Namo:

Serial No. (none if blank): 1627962

[NOTARIAL SEAL]

NICOLE M. CALOURO Commission # 1627962 Notary Public - California LOS Angoles County My Comm. Expires Dec 8, 200

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Exhibit A	
SCI Gateway At Club Fund 1, LLC	
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SCI Gateway At Club Fund 13, LLC	
SCI Gateway At Club Fund 14, LLC	
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