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Florida Department of State

Division of Corporations Public Access System

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Division of Corporations

Fax Number

: (850)617-6380

From:

Account Name : C T CORPORATION SYSTEM

Account Number : FCA000000023 Phone : (850)222-1092 Fax Number : (850)878~5926

REGISTERED AGENT CHANGE

SCI GATEWAY AT GLADES FUND 17, LLC

Certificate of Status	0
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DEC 20 2007 T. Hampton

CT CORPORATION SYSTM ₽46E 01/04

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, or both, in the State of Florida. 1. The name of the limited liability company is: SCI Gateway At Club Fund 17, LLC 2. The mailing address of the limited liability company is: 11620 WILSHIRE BLVD 10th FLOOR LOS ANGELES, CA 90025 M07000004688 08/02/07 4. Document number Date of filing/registration in Florida 5. The name of the registered agent and the registered office address as shown on the records of the Florida Department of State: CORPORATION SERVICE COMPANY Name 1201 HAYS STREET Address TALLAHASSEE FL 32301-2525 City, State and Zip 6. The name and address of the new registered agent and/or office: C T Corporation System Name 1200 South Pine Island Road Florida street address (P.O. Box NOT acceptable) 33324 Plantation City, State and Zip 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. (Signature of a member or authorized topic-consider of a agreeber) Carolina Botero (Printed or typed name of signee) I hereby accept the appointment as registered agent and agree to act in this caracity. 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.

CT Corporation System (Signature of Registered Agent) Division of Corporations, P.O. Box 6327, Tallahassee, FL B2314 **FILING FEE: \$25.00** INHS18 (8/05)

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FL015 - 09/09/2003 C T System Onlin

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 list appended hereto as Exhibit A (the "Affiliated Entitles") does hereby appoint Carolina Botes and Erin McBrearty as attorney-in-fact for the Company and the Affiliated Entitles for the imited purposes authorized herein.

The Company, having taken all necessary steps to authorize the changes, screby 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 teglstered office of the Company to such agent and office as was designated immediately prior to the data hereof.

IN WITNESS WHEREOF the undersigned has executed this Power of Atomey 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 November, 2007 by Anne S. Brooks, as Vice President on behalf of SCI Real Estate Investments, LLC, a Virginia limited liability company, and such individual is personally known to me.

My Commission Expires: Dec . 8,2009

Sign Name: Noble H. Calouro

Notary Public

Sorial No. (none if blank): 142.784:

[NOTARIAL SEAL]

NICOLE M. CALCURO
Commission d' 1d279d2
Notory Public - Cuttorre
Los Angeles County
My Comm. Explies Dec 8, 2009

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Exhibit A	
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