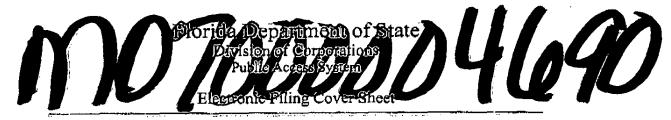
Page 1 of 1



Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

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To:

Division of Corporations

Fax Number

: (850)617-6380

From:

Addount 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 14, LLC

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 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.

	he limited liability comp ddress of the limited liab		"	
•	LVD 10th FLOOR LOS AN	• •		
08/02/07			M07000004690	<u>-</u>
3. Date of filing/	registration in Florida	- -	4. Document numb	er
5. The name of the Florida Departs	e registered agent and the	e registered offic	e address as shown on	the records of the
•	CORPORATION	SERVICE COMPA	NY	- 1
	<u></u>	Name		O7
	1201 HAYS STRE	ET		59 9 7
		Address		OEC OEC
	TALLAHASSEE I			1888 - 19
		City, State and	Zip	
6. The name and a	address of the new regist	ered agent and/o	r office:	AH 8: 45
•		C T Corporation Sys	tem	8: L5
	120	Name 0 South Pine Island	Road	A C.
			(NOT acceptable)	
	Plantation	FY.	33324	
		City, State and Z	qi	
confirmed that aft and the business of liability company, of the members of or the operating as	lity company is not orga er the change or changes office of the registered ag it is hereby confirmed to f the limited liability cor- greement of the limited in or authorized in communication	are made, the F ent will be ident hat the change(s) npany or as othe fability company	orida street address of ical. Or, in the case of was/were authorized b wise provided in the a	the registered office a Florida limited by an affirmative vote
0 4 5		•		
Carolina Botero (Printed or typed name	of signee)	<u> </u>	-	
	ne appointment as registe rovisions of all statutes rewith and accept the obliving of this document is confirm that the limited it C T Corporation System	ered agent and a elative to the pro- gations of my po- seing filed to med lability company	gree to act in this capa per and complete perf ition as registered ago rely reflect a change in has been notified in w	tcity. I further agree to ormance of my duties, ont as provided for in the registered office priting of this change.
(Signature of Registered	Division of Corporation	ns, P.O. Box 63: ILING FEE: \$2	27, Tallahassee, FL 3	CICHATEY SECRETARY 2314
INHS18 (8/05)				

12/19/2007 13:33 85022761/21

CT CORP

143,015 - 09/09/2005 C 1' System Online

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 taws of Virginia, and representative of the Company's affiliated entities shown on the list appended hereto as Exhibit A (the "Affiliated Entities") does bereby appoint Carolina Botero 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 Attorney on this SECRET STATE OF California

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 3009

on Na

Print Name: Nicole, M. Calouro

Notary Public

Serial No. (none if blank): 162.7962

[NOTARIAL SEAL]

NICOLE M. CALCURO
Commission # 1627962
Notary Public - California
Los Angeles County
My Comm. Expires Dec 8, 2009

Exhibit A
SCI Gateway 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
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
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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 8, 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