

2009 LIMITED LIABILITY COMPANY ANNUAL REPORT

DOCUMENT# M08000001243

FILED
Apr 20, 2009
Secretary of State

Entity Name: FONTAINEBLEAU NAKHEEL MIAMI JV, LLC

Current Principal Place of Business:

2827 PARADISE ROAD 4TH FLOOR
LAS VAGAS, LV 89109

New Principal Place of Business:

Current Mailing Address:

2827 PARADISE ROAD 4TH FLOOR
LAS VAGAS, LV 89109

New Mailing Address:

FEI Number: 26-2182766

FEI Number Applied For ()

FEI Number Not Applicable ()

Certificate of Status Desired ()

Name and Address of Current Registered Agent:

CT CORPORATION SYSTEM
1200 SOUTH PINE ISLAND ROAD
PLANTATION, FL 33324 US

Name and Address of New Registered Agent:

The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

SIGNATURE:

Electronic Signature of Registered Agent

Date

MANAGING MEMBERS/MANAGERS:

Title: MGR () Delete
Name: FONTAINBLEAU MIAMI JV MEMBER LLC
Address: 2827 PARADISE ROAD 4TH FLOOR
City-St-Zip: LAS VAGAS, LV 89109

ADDITIONS/CHANGES:

Title: MMBR (X) Change () Addition
Name: FONTAINBLEAU MIAMI JV MEMBER LLC
Address: 2827 PARADISE ROAD 4TH FLOOR
City-St-Zip: LAS VAGAS, LV 89109

I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Chapter 119, Florida Statutes. I further certify that the information indicated on this report is true and accurate and that my electronic signature shall have the same legal effect as if made under oath; that I am a managing member or manager of the limited liability company or the receiver or trustee empowered to execute this report as required by Chapter 608, Florida Statutes.

SIGNATURE: GLENN SCHAEFFER

AS

04/20/2009

Electronic Signature of Signing Managing Member, Manager, or Authorized Representative / Date