

From:

Division of Corporations

01/07/2011 16:30

#892 P.001/004

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M080000001243

Florida Department of State
Division of Corporations
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**LLC AMND/RESTATE/CORRECT OR M/MG RESIGN
FONTAINEBLEAU NAKHEEL MIAMI JV, LLC**

Certificate of Status	0
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JAN 10 2011

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11 JAN -7 AM 8:03
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From:

01/07/2011 16:31

#892 P.002/004

((H11000006774 3)))

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY TO FILE
AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA

SECTION I (1-3 must be completed)

1. Name of limited liability company as it appears on the records of the Florida Department of State: FONTAINEBLEAU NAKHEEL MIAMI JV, LLC
2. Jurisdiction of its organization: Delaware
3. Date authorized to do business in Florida: 03/14/08

SECTION II (4-7 complete only the applicable changes)

4. If the amendment changes the name of the limited liability company, when was the change effected under the laws of its jurisdiction of organization? 12/ /10
5. New name of the limited liability company: FONTAINEBLEAU MIAMI JV, LLC
(must end with "Limited Liability Company," "LLC," or "LLC.")

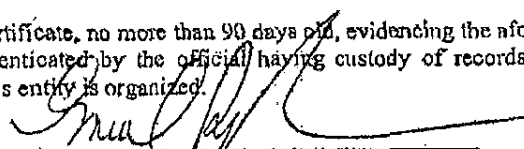
(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the written consent of the managers or managing members adopting the alternate name. The alternate name must end with "Limited Liability Company," "LLC," or "LLC.")

6. If the amendment changes the period of duration, indicate new period of duration:

7. If the amendment changes the jurisdiction of organization, indicate new jurisdiction:

8. If the amendment corrects any false statement, indicate the statement being corrected and the correction:

9. Attached is an original certificate, no more than 90 days old, evidencing the aforementioned amendment(s), duly authenticated by the official having custody of records in the jurisdiction under the law of which this entity is organized.


Signature of a member or the authorized representative of a member

Emanuel Pearlman

Typed or printed name of signer

Filing Fee: \$25.00

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01/07/2011 16:32

#892 P.003/004

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Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "FONTAINEBLEAU NAKHEEL MIAMI JV, LLC", CHANGING ITS NAME FROM "FONTAINEBLEAU NAKHEEL MIAMI JV, LLC" TO "FONTAINEBLEAU MIAMI JV, LLC", FILED IN THIS OFFICE ON THE SIXTH DAY OF JANUARY, A.D. 2011, AT 4:55 O'CLOCK P.M.

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You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8478411

DATE: 01-07-11

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01/07/2011 16:32

#892 P.004/004

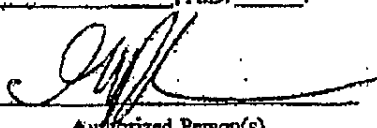
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State of Delaware
Secretary of State
Division of Corporations
Delivered 05:25 PM 01/06/2011
FILED 04:55 PM 01/06/2011
SRV 110019797 - 4517401 FILE

STATE OF DELAWARE
CERTIFICATE OF AMENDMENT

1. Name of Limited Liability Company: FONTAINEBLEAU NAKHEEL MIAMI JV, LLC
2. The Certificate of Formation of the limited liability company is hereby amended as follows:
The Name of the Limited Liability Company is changed to:
FONTAINEBLEAU MIAMI JV, LLC

IN WITNESS WHEREOF, the undersigned have executed this Certificate on
the 31st day of December, A.D. 2010.

By: 

Authorized Person(s)

Name: Emanuel Pearlman

Print or Type

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