2012 LIMITED LIABILITY COMPANY ANNUAL REPORT

DOCUMENT# M08000001243

Entity Name: FONTAINEBLEAU MIAMI JV, LLC

FILED Mar 20, 2012 Secretary of State

Current Principal Place of Business: New Principal Place of Business:

4441 COLLINS AVENUE MIAMI BEACH, FL 33140

Current Mailing Address: New Mailing Address:

4441 COLLINS AVENUE MIAMI BEACH, FL 33140

FEI Number: 26-2182766 FEI Number Applied For () FEI Number Not Applicable () Certificate of Status Desired ()

Name and Address of Current Registered Agent: Name and Address of New Registered Agent:

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

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

Name: WATSON, ANDREW
Address: 4441 COLLINS AVENUE
City-St-Zip: MIAMI BEACH, FL 33140

Title: MGR

Name: MUSTAFA, HAMZA
Address: 4441 COLLINS AVENUE
City-St-Zip: MIAMI BEACH, FL 33140

Title: MGR

Name: TROY, MARK

Address: 4441 COLLINS AVENUE City-St-Zip: MIAMI BEACH, FL 33140

Title: MGR

Name: PEARLMAN, EMANUEL Address: 4441 COLLINS AVENUE City-St-Zip: MIAMI BEACH, FL 33140

Title: MGR

Name: SOFFER, JACQUELINE
Address: 4441 COLLINS AVENUE
City-St-Zip: MIAMI BEACH, FL 33140

Title: MGR

Name: SOFFER, JEFFREY
Address: 4441 COLLINS AVENUE
City-St-Zip: MIAMI BEACH, FL 33140

I hereby 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 Statues.

SIGNATURE: KEVIN MCKEE CFO 03/20/2012