

2010 LIMITED LIABILITY COMPANY ANNUAL REPORT

DOCUMENT# M09000001335

FILED
May 04, 2010
Secretary of State

Entity Name: MSR RESORT SPE GP LLC

Current Principal Place of Business:

1585 BROADWAY, 37TH FLOOR
C/O MORGAN STANLEY REAL ESTATE FUND
NEW YORK, NY 10036

New Principal Place of Business:

Current Mailing Address:

1585 BROADWAY, 37TH FLOOR
C/O MORGAN STANLEY REAL ESTATE FUND
NEW YORK, NY 10036

New Mailing Address:

FEI Number: 41-2237349 **FEI Number Applied For ()** **FEI Number Not Applicable ()** **Certificate of Status Desired ()**
In accordance with s. 607.193(2)(b), F.S., the limited liability company did not receive the prior notice.

Name and Address of Current Registered Agent:

Name and Address of New Registered Agent:

C T 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: BUZA, JOHN P
Address: 1585 BROADWAY, 37TH FLOOR
City-St-Zip: NEW YORK, NY 10036

Title: MGR
Name: FRANCO, MICHAEL J
Address: 1585 BROADWAY, 37TH FLOOR
City-St-Zip: NEW YORK, NY 10036

Title: MGR
Name: QUINN, MICHAEL T
Address: 1585 BROADWAY, 37TH FLOOR
City-St-Zip: NEW YORK, NY 10036

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 Statutes.

SIGNATURE: MARC ST PIERRE

POA

05/04/2010

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