P03000121176

Florida Department of State
Division of Corporations
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From: Ivy Rosenthal
Account Name : BROAD AND CASSEL-WPB
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REGISTERED AGENT CHANGE

MHLP II MANAGER, INC.

Certificate of Status	0
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RA change 7/2/08

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STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, this statement of change is submitted for a corporation organized under the laws of the State of Florida *in order to change its registered office or registered agent, or both, in the State of Florida.*

1. The name of the corporation: MHLP II Manager, Inc.
2. The principal office address: 601 Biscayne Blvd., Miami, FL 33132
3. The mailing address (if different):
4. Date of incorporation/qualification: October 28, 2003 Document number: P03000121176
5. The name and street address of the current registered agent and registered office on file with the Florida Department of State:

   Peninsula Registered Agent, Inc.

   200 S. Biscayne Boulevard, 43rd Floor

   Miami, FL 33132

6. The name and street address of the new registered agent (if changed) and /or registered office (if changed):

   B & C Corporate Services, Inc.

   One Biscayne Tower-21st Floor, 2 So. Biscayne Blvd.
   (P.O. Box NOT acceptable)

   Miami, FL 33131

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The street address of its registered office and the street address of the business office of its registered agent, as changed will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board, or the corporation has been notified in writing of the change.

(Signature of an officer or director) Raquel Libman, Vice President & Secretary (Printed or typed name and title)

I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent. Or, if this document is being filed merely to reflect a change in the registered office address, I hereby confirm that the corporation has been notified in writing of this change.

(Signature of Registered Agent) 7/2/08 (Date)

If signing on behalf of an entity:

MIRIAM A. DE OLIVEIRA
(Typed or Printed Name)

*** **FILING FEE: $35.00** ***

MAKE CHECKS PAYABLE TO FLORIDA DEPARTMENT OF STATE
MAIL TO: DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314

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