P98000092233

Florida Department of State
Division of Corporations
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05 DEC 28 AM 8:00
DIVISION OF CORPORATIONS

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05 DEC 28 AM 9:42
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TALLAHASSEE, FLORIDA

REGISTERED AGENT CHANGE

LNR HARBOR FUND GP IX, INC.

Certificate of Status	0
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Page Count	05
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RAchg
CRC 12/29

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: LNR HARBOR FUND GP IX, INC.
(Name of Corporation)

DOCUMENT NUMBER: P98000092233

The enclosed Statement of Change of Registered Office/Agent and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

_____
(Name of Contact Person)

_____
(Firm/Company)

_____
(Address)

_____
(City/State and Zip Code)

For further information concerning this matter, please call:

_____ at (_____) _____
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a $35.00 check made payable to the Department of State.

Mailing Address:
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

CRZE045 (8/05)

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: LNR HARBOR FUND GP IX, INC.
2. The principal office address: 1601 WASHINGTON AVE., STE 500, MIAMI BEACH FL 33139
3. The mailing address (if different):
4. Date of incorporation/qualification: 10/29/1998 Document number: P98000092233
5. The name and street address of the current registered agent and registered office on file with the Florida Department of State:

   SHELLY RUBIN
   1601 WASHINGTON AVE., STE 800
   MIAMI BEACH FL 33139

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

   C T Corporation System
   c/o C T Corporation System, 1200 South Pine Island Road
   (P.O. Box NOT acceptable)
   Plantation, Florida 33324

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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.

By: (Signature of an officer or director) Paul Foreman, Vice President (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) 12/16/2005 (Date)

If signing on behalf of an entity:
Jeffrey R. Graves
Assistant Secretary
(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

CR2E045 (8/05)

POWER OF ATTORNEY

NOTICE IS HEREBY GIVEN THAT Dinesh Davar, Chief Financial Officer of each of the corporations set forth on the attached list consisting of one page, (*the* "Corporations") each organized under the laws of the State of Florida, does hereby appoint Paul Foreman as Vice President and attorney-in-fact and also, does hereby appoint Sotini Dellenbach as Assistant Secretary and attorney-in-fact for the Corporations to act for the Corporations and in the Corporations' name for the limited purposes authorized herein.

The Corporations, having taken all necessary steps to authorize the changes, hereby grants its attorney-in-fact the power to execute the documents necessary to file change of agent forms, name change amendment forms and documents of similar import, in any state, county, circuit court or local jurisdiction.

This Power of Attorney expires upon the earlier of March 31, 2006 or when revoked by the Partnerships.

IN WITNESS WHEREOF the undersigned has executed this Power of Attorney on this 22nd day of December, 2005.

Dinesh Davar, Chief Financial Officer

State of CALIFORNIA)
County of ORANGE) ss

On December 22, 2005, before me, Mary L. Kelly, Notary Public, personally appeared Dinesh Davar, personally known to me to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person or the entity upon behalf of which the person acted, executed the instrument.

MARY L. KELLY
Commission # 1510297
Notary Public - California
Orange County
My Comm. Expires Aug 28, 2008

WITNESS my hand and official seal.

Mary L. Kelly

ENTITY	JURISDICTION	Formation/Qual Date	State ID
LNR Harbor Fund GP IX, Inc. (FL)	FL	10/29/1998	P98000092233
LNR Harbor Fund GP VIII (FL)	FL	10/29/1998	P98000092280
LNR LP Holdings, Inc. (FL)	FL	3/19/1998	P98000025959