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(Requestor's Name)

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(Business Entity Name)

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Effective Date

11/30/06

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DIVISION OF CORPORATIONS

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cc/cus 35



Leslie Cruz, Corporate Project Assistant.  
Telephone: 305-350-2440 Ext. 3092  
E-mail: [lcruz@bilzin.com](mailto:lcruz@bilzin.com)

November 30, 2006

**VIA FEDEX OVERNIGHT**

Florida Department of State  
Division of Corporations  
Attn: Brenda Tadlock  
409 East Gaines Street  
Tallahassee, Florida 32399  
Attn: Electronic Filing Account

Re: ***Certificate of Conversion of Lennar Homes, Inc. into Lennar Homes, LLC***

Dear Brenda:

Enclosed please find the original executed Certificate of Conversion of Lennar Homes, Inc., into Lennar Homes, LLC. You will receive from CT Corporation the original executed signature of the registered agent for the Articles of Organization of Lennar Homes, LLC. Please also find Check No. 50732 payable to the Department of State in the amount of \$185.00. We appreciate your prompt attention to this matter. It was a pleasure working with you. Should you require anything further please feel free to contact me.

Sincerely,

A handwritten signature in black ink, appearing to read 'Leslie Cruz', written in a cursive style.

Leslie Cruz  
Legal Assistant

CERTIFICATE OF CONVERSION

OF

LENNAR HOMES, INC.

INTO

LENNAR HOMES, LLC

Effective Date 11/30/06

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This Certificate of Conversion and attached Articles of Organization are submitted to convert Lennar Homes, Inc., a Florida corporation, into a Florida limited liability company in accordance with Sections 607.1112 and 608.439, Florida Statutes.

1. The name of the corporation immediately prior to the filing of this Certificate of Conversion is LENNAR HOMES, INC., a Florida corporation (the "Converting Entity").

2. The date on which the original Certificate of Incorporation of the Converting Entity was filed with the Secretary of State of the State of Florida is January 18, 1954, under Document No. 176987.

3. The name of the Florida limited liability company into which the Converting Entity is being converted, as set forth in the attached Articles of Organization, is LENNAR HOMES, LLC (the "Converted Entity").

4. The conversion of the Converting Entity into the Converted Entity shall be effective as of 11:59 P.M. (Eastern Time) on November 30, 2006.

5. The conversion of the Converting Entity into the Converted Entity is in accordance with Sections 607.1112 and 607.1113 of the Florida Business Corporation Act and Sections 608.439 and 608.4403 of the Florida Limited Liability Company Act.

6. A Plan of Conversion was duly adopted by the Converting Entity in accordance with the provisions of Section 607.1112(6) of the Florida Business Corporation Act.

7. The principal business of the Converted Entity is 700 N.W. 107<sup>th</sup> Avenue, Miami, Florida 33172.

8. The Converted Entity agrees to pay any shareholders of the Converted Entity having appraisal rights the amount to which they are entitled under Sections 607.1301 through 607.1333 of the Florida Business Corporation Act.

Dated: November 29, 2006.


  
Mark Sustana, Vice President

ARTICLES OF ORGANIZATION  
OF  
LENNAR HOMES, LLC

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1. The name of the limited liability company is LENNAR HOMES, LLC.
2. The mailing address and the street address of the principal office of the limited liability company are 700 N.W. 107<sup>th</sup> Avenue, Miami, Florida 33172.
3. The name and street address of the initial registered agent of the limited liability company are C T Corporation System at 1200 South Pine Island Road, Plantation, Florida 33324.

IN WITNESS WHEREOF, these Articles of Organization have been executed by the below named authorized representative of the member of the limited liability company effective as of the 30th day of November, 2006.

  
Mark Sustana,  
Authorized Representative

Having been named as registered agent and to accept service of process for the abovestated limited liability company at the place designated in this certificate, the undersigned hereby accepts its appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of its position as registered agent as provided for in Chapter 608, Florida Statutes.

C T Corporation System

By: 

Barbara A. Burke  
Special Assistant Secretary

Effective Date