

L03000024643



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December 13, 2006

**CORPORATION NAME (S) AND DOCUMENT NUMBER (S):**

Young Pines Apartments, LLC

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**Filing Evidence**

- Plain/Confirmation Copy
- Certified Copy

**Retrieval Request**

- Photocopy
- Certified Copy

**Type of Document**

- Certificate of Status
- Certificate of Good Standing
- Articles Only
- All Charter Documents to Include Articles & Amendments
- Fictitious Name Certificate
- Other

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	Non Profit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of RA Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Reports
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation
<input type="checkbox"/>	Reinstatement

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

X Conversion

CERTIFICATE OF CONVERSION  
FOR  
YOUNG PINES APARTMENTS, LLC  
(a Florida limited liability company).  
INTO  
FALCON PINES APARTMENTS, LP  
(a Delaware limited partnership)

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This Certificate of Conversion is submitted to convert Young Pines Apartments, LLC, a Florida limited liability company into Falcon Pines Apartments, LP, a Delaware limited partnership in accordance with Section 608.4430, Florida Statutes.

1. Young Pines Apartments, LLC, a Florida limited liability company, was formed on July 8, 2003, document number L03000024643 (the "Converting Entity").
2. Falcon Pines Apartments, LP is the name of the "other business entity", a Delaware limited partnership (the "Surviving Entity").
3. The Converting Entity has converted into the Surviving Entity in compliance with Chapter 608, F.S., and the conversion complies with the applicable laws of the State of Delaware.
4. The Plan of Conversion was approved by all of the members of the Converting Entity in accordance with Chapter 608, F.S.
5. This conversion is effective under the laws of the State of Delaware on the date of filing.
6. The principal office address of the Surviving Entity is 1951 NW 19<sup>th</sup> Street, Suite 200, Boca Raton, Florida 33431.
7. The following street and mailing address may be used by the Florida Department of State for purposes of Section 48.181, F.S.: 1951 NW 19<sup>th</sup> Street, Suite 200, Boca Raton, FL 33431.
8. The Surviving Entity has agreed to pay any members having appraisal rights the amount to which such members are entitled under Sections 608.4351-608.43595, F.S.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion as of the 12 day of December, 2006.

YOUNG PINES APARTMENTS, LLC  
By: YP Apartments, LLC, Managing Member

By:   
Evan Rabinowitz, Managing Member