

LOG000034443

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(Address)

(City/State/Zip/Phone #)

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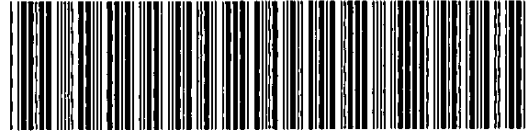
(Business Entity Name)

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DATE: 12/10/2007

NAME: 2000 OCEAN DRIVE, LLC

TYPE OF FILING: ARTICLES OF CONVERSION

COST: \$55

RETURN: CERTIFIED COPY

ACCOUNT: FCA000000015

AUTHORIZATION: PAUL / ABBIE HODGE



*We need this back ASAP
Thank you!*

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**CERTIFICATE OF CONVERSION
FOR**

2000 OCEAN DRIVE, LLC, a Florida limited liability company

INTO

2000 OCEAN DRIVE, LLC, a Delaware limited liability company

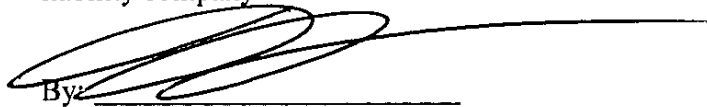
The undersigned duly authorized signor, on behalf of 2000 OCEAN DRIVE, LLC a Florida limited liability company (the "Company") and for the purpose of converting the Company from a Florida limited liability company into a Delaware limited liability company pursuant to §608.4403 of the Florida Limited Liability Companies Act and §18-214 of the Delaware Limited Liability Company Act, certifies that:

1. The name of the Company at its organization and immediately prior to the filing of this Certificate of Conversion was 2000 OCEAN DRIVE, LLC.
2. The Company is a limited liability company first organized under the laws of Florida on April 3, 2006.
3. The name of the limited liability company into which the Company is converting is 2000 OCEAN DRIVE, LLC and it is organized under the laws of the State of Delaware (the "Converted Company").
4. The above referenced Florida limited liability company has converted into a Delaware limited liability company in accordance with Chapter 608, Florida Statutes, and the Conversion complies with Section 18-214 of the Delaware Limited Liability Company Act, governing limited liability companies.
5. The Agreement and Plan of Conversion was approved by the Converting Corporation in accordance with Chapter 608, Florida Statutes.
6. The written consent of all of the members who, as a result of the conversion, are now the members of the surviving entity was obtained pursuant to §608.4402(2).
7. This conversion was effective under the laws of as of December 10, 2007.
8. This conversion shall be effective in Florida on December 10, 2007.
9. The principal office address of the Converted Company shall be 1280 West Peachtree Street NW, Suite 200, Atlanta, Georgia .
10. The Converted Company appoints the Florida Secretary of State as its agent for service of process in a proceeding to enforce obligations of the Company and lists the following street and mailing address of an office, which the Florida Department of State may use for its purposes: 2000 N. Ocean Boulevard, Ft. Lauderdale, Florida 33305.

11. The Converted Company has agreed to pay any members having appraisal rights the amount to which such members are entitled under §§608.4351-608.43595 of the Florida Statutes.

IN WITNESS WHEREOF, the undersigned authorized person has executed this Certificate of Conversion as of the 10th day of December 2007.

2000 OCEAN DRIVE, LLC, a Florida limited liability company



By: _____

Name: William Schmitt

Title: Manager