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(Business Entity Name)

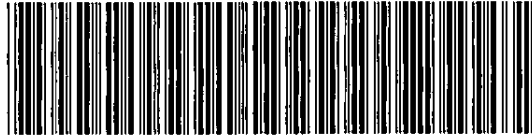
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DATE: 10/1/15

NAME: ALTIS PEMBROKE GARDENS, LLC

TYPE OF FILING: CONVERSION

COST: 55.00

RETURN: CERTIFIED COPY PLEASE

ACCOUNT: FCA000000015

AUTHORIZATION: ABBIE/PAUL HODGE

Abbie Hodge

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** File First **

**CERTIFICATE OF CONVERSION
FOR
FLORIDA LIMITED LIABILITY COMPANY INTO "OTHER BUSINESS ENTITY"**

This Certificate of Conversion is submitted to convert the following Florida Limited Liability Company into an "Other Business Entity" in accordance with Section 605.1045, Florida Statutes.

1. The name of the Florida Limited Liability Company converting into the "Other Business Entity" is Altis Pembroke Gardens, LLC.
2. The name of the "Other Business Entity" is Altis Pembroke Gardens, LLC.
3. The "Other Business Entity" is a limited liability company formed under the laws of the State of Delaware.
4. The above referenced Florida Limited Liability Company has converted into an "Other Business Entity" in compliance with Chapter 605, Florida Statutes, and the conversion complies with the statute or applicable law governing the "Other Business Entity".
5. The plan of conversion and this conversion were approved as required by Chapter 605, Florida Statutes.
6. This conversion was effective under the laws governing the "Other Business Entity" on October 1, 2015.
7. This conversion shall be effective in Florida on October 1, 2015.
8. The principal office address of the "Other Business Entity" under the laws of the state, country, or jurisdiction in which such entity was organized is 1515 South Federal Highway, Suite 300, Boca Raton, FL 33432.
9. The "Other Business Entity" lists the following street and mailing address of an office, the Florida Department of State may use for purposes of Section 48.181 of the Florida Statutes: 1515 South Federal Highway, Suite 300, Boca Raton, FL 33432.
10. The "Other Business Entity" has agreed to pay any members having appraisal rights the amount to which such members are entitled under Florida Statutes.

Signed this 1st day of October, 2015.

ALTIS PEMBROKE GARDENS MANAGER, LLC,
a Florida limited liability company, Manager

By: [Signature]

Name: Susan R Fry

Title: Secretary

4815-2888-2217.1
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