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DATE: 1/29/16

NAME: 700 EDGEWATER DEVELOPMENT PARENT, LLC

TYPE OF FILING: CONVERSION

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ACCOUNT: FCA000000015

AUTHORIZATION: ABBIE/PAUL HODGE



**ARTICLES OF CONVERSION
FOR
700 EDGEWATER DEVELOPMENT PARENT, LLC,
A FLORIDA LIMITED LIABILITY COMPANY
INTO
700 EDGEWATER DEVELOPMENT PARENT, LLC,
A DELAWARE LIMITED LIABILITY COMPANY**

The undersigned, being duly authorized, on behalf of **700 EDGEWATER DEVELOPMENT PARENT, LLC** a Florida limited liability company (the "Converting LLC"), and for the purpose of converting the Converting LLC from a Florida limited liability company into a Delaware limited liability company pursuant to § 605.1045 of the Florida Revised Limited Liability Company Act (the "FLLCA"), certifies that:

1. The name of the Converting LLC immediately prior to the filing of this Articles of Conversion was **700 EDGEWATER DEVELOPMENT PARENT, LLC**.
2. The Converting LLC was first formed under the laws of the State of Florida on September 28, 2015.
3. The name of the limited liability company as set forth in the Certificate of Formation filed in accordance with the Delaware Limited Liability Company Act is **700 EDGEWATER DEVELOPMENT PARENT, LLC**, a Delaware limited liability company (the "Resulting LLC").
4. The above referenced Florida limited liability company has converted into a Delaware limited liability company in accordance with Chapter 605 of the Florida Statutes, and the conversion complies with Chapter 18 of the Delaware Statutes governing limited liability companies.
5. The Agreement and Plan of Conversion was approved in accordance with §§ 605.1041 – 605.1046 of the FLLCA.
6. The Resulting LLC hereby appoints the Secretary of State of the State of Florida as its agent for service of process in a proceeding to enforce the obligations of the Converting LLC. For purposes of § 605.0117 and Chapter 48, the Department of State may contact the Resulting LLC at 4100 N.E. 2nd Avenue, #307-308, Miami, Florida 33137.
7. The Resulting LLC has agreed to pay any members having appraisal rights the amount to which they are entitled under § 605.1006 and §§ 605.1061 – 605.1072 of the FLLCA.
8. The principal office address of **700 EDGEWATER DEVELOPMENT PARENT, LLC**, shall be 4100 N.E. 2nd Avenue, #307-308, Miami, Florida 33137.

9. The effective date of the conversion shall be the date of the filing of these Articles of Conversion with the Department of State of the State of Florida.

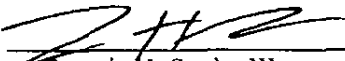
[Signatures appear on following page]

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IN WITNESS WHEREOF, the undersigned has duly executed these Articles of Conversion, on behalf of the Converting LLC, as of this 28 day of January, 2016.

**700 EDGEWATER DEVELOPMENT
PARENT, LLC**

By: OBE EDGEWATER LLC, a Florida
limited liability company, its Manager

By: 
Name: Francis H. Scola, III
Its: Authorized Signatory

By: PPT EDGEWATER LLC, a Delaware
limited liability company, its Manager

By: 
Name: Francis H. Scola, III
Its: Manager

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