

m14000007875

Division of Corporations

Page 1 of 2

Florida Department of State  
Division of Corporations  
Electronic Filing Cover Sheet

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To: Division of Corporations  
Fax Number : (850) 617-6383

From: Account Name : BROAD AND CASSEL (ORLANDO)  
Account Number : I19980000090  
Phone : (407) 839-4200  
Fax Number : (407) 839-4264

\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\*

Email Address: behante@jdf law.com

LLC AMND/RESTATE/CORRECT OR M/MG RESIGN  
THREE LAKES APARTMENTS, LLC

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$25.00

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15 JUN 22 PM 12: 30

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June 19, 2015

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

THREE LAKES APARTMENTS, LLC  
477 SOUTH ROSEMARY AVENUE  
SUITE 301  
WEST PALM BEACH, FL 33401

SUBJECT: THREE LAKES APARTMENTS, LLC  
REF: M14000007875

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

NEED PROOF FROM HOME STATE OF NAME CHANGE

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6051.

Stacey M Mason  
Regulatory Specialist II

FAX Aud. #: M15000150371  
Letter Number: 815A00012886

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DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA  
15 JUN 22 PM 12:27

**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** Three Lakes Apartments, LLC  
Name of Foreign Limited Liability Company

Dear Sir or Madam:

The enclosed application, certificate and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Kristi Dickison  
Name of Person

Broad and Cassel  
Firm/Company

390 N. Orange Avenue Suite 1400  
Address

Orlando, Florida 32801  
City/State and Zip Code

behant@jdflaw.com  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Kristi Dickison at ( 407 ) 481-5263  
Name of Person Area Code & Daytime Telephone Number

**STREET/COURIER ADDRESS:**  
Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, Florida 32301

**MAILING ADDRESS:**  
Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

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TALLAHASSEE, FLORIDA  
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DIVISION OF CORPORATIONS

Enclosed is a check for the following amount:

- \$25 Filing Fee
- \$30 Filing Fee & Certificate of Status
- \$55 Filing Fee & Certified Copy
- \$60 Filing Fee, Certificate of Status & Certified Copy

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY TO FILE AMENDMENT TO CERTIFICATE OF AUTHORITY TO TRANSACT BUSINESS IN FLORIDA

SECTION I (1-4 must be completed)

1. Name of limited liability Company as it appears on the records of the Florida Department of State: Three Lakes Apartments, LLC

2. The Florida document number of this limited liability company is: M14000007875

3. Jurisdiction of its organization: Delaware

4. Date authorized to do business in Florida: October 29, 2014

SECTION II (5-9 complete only the applicable changes)

5. New name of the limited liability company: Richman Three Lakes Development Partners, LLC (must contain "Limited Liability Company," "L.L.C.," or "LLC.")

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the written consent of the managers or managing members adopting the alternate name. The alternate name must contain "Limited Liability Company," "L.L.C." or "LLC.")

6. If amending the registered agent and/or registered office address on our records, enter the name of the new registered agent and/or the new registered office address here:

Name of New Registered Agent:

New Registered Office Address:

Enter Florida Street Address

City, Florida Zip Code

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 605, F.S. Or, if this document is being filed to merely reflect a change in the registered office address, I hereby confirm that the limited liability company has been notified in writing of this change.

If Changing Registered Agent, Signature of New Registered Agent

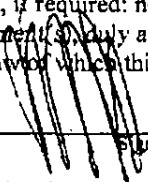
7. If the amendment changes the jurisdiction of organization, indicate new jurisdiction:

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8. If the amendment changes person, title or capacity in accordance with 605.0902 (1)(c), indicate that change:

<u>Title/ Capacity</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
_____	_____	_____	<input type="checkbox"/> Add
_____	_____	_____	<input type="checkbox"/> Remove
_____	_____	_____	<input type="checkbox"/> Add
_____	_____	_____	<input type="checkbox"/> Remove
_____	_____	_____	<input type="checkbox"/> Add
_____	_____	_____	<input type="checkbox"/> Remove
_____	_____	_____	<input type="checkbox"/> Add
_____	_____	_____	<input type="checkbox"/> Remove
_____	_____	_____	<input type="checkbox"/> Add
_____	_____	_____	<input type="checkbox"/> Remove

9. Attached is a certificate, if required: no more than 90 days old, evidencing the aforementioned amendment duly authenticated by the official having custody of records in the jurisdiction under the law of which this entity is organized.

  
 \_\_\_\_\_  
 Signature of the authorized representative  
**Kristin M. Miller**  
 \_\_\_\_\_  
 Typed or printed name of signee

Filing Fee: \$25.00

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TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATIONS

# Delaware

PAGE 1

*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED ARE TRUE AND CORRECT COPIES OF ALL DOCUMENTS ON FILE OF "RICHMAN THREE LAKES DEVELOPMENT PARTNERS, LLC" AS RECEIVED AND FILED IN THIS OFFICE.

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

CERTIFICATE OF CONVERSION, CHANGING ITS NAME FROM "THREE LAKES SEDONA REVERSE 1031, LLC" TO "THREE LAKES APARTMENTS, LLC", FILED THE TWENTY-EIGHTH DAY OF OCTOBER, A.D. 2014, AT 2:06 O'CLOCK P.M.

CERTIFICATE OF FORMATION, FILED THE TWENTY-EIGHTH DAY OF OCTOBER, A.D. 2014, AT 2:06 O'CLOCK P.M.

CERTIFICATE OF AMENDMENT, CHANGING ITS NAME FROM "THREE LAKES APARTMENTS, LLC" TO "RICHMAN THREE LAKES DEVELOPMENT PARTNERS, LLC", FILED THE TWELFTH DAY OF JUNE, A.D. 2015, AT 12:20 O'CLOCK P.M.


AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE AFORESAID LIMITED LIABILITY COMPANY, "RICHMAN THREE LAKES DEVELOPMENT PARTNERS, LLC".



5629175 8100H

150941306

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 2479521

DATE: 06-18-15

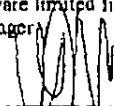
State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 02:12 PM 10/28/2014  
FILED 02:05 PM 10/28/2014  
SRV 141342815 - 5629175 FILE

STATE OF DELAWARE  
CERTIFICATE OF CONVERSION  
FROM A NON-DELAWARE LIMITED LIABILITY COMPANY TO  
A DELAWARE LIMITED LIABILITY COMPANY PURSUANT TO  
SECTION 18-214 OF THE DELAWARE LIMITED LIABILITY COMPANY ACT

1. The jurisdiction where the Non-Delaware Limited Liability Company first formed is Florida.
2. The jurisdiction immediately prior to filing this Certificate is Florida.
3. The date the Non-Delaware Limited Liability Company first formed is July 22, 2014.
4. The name of the Non-Delaware Limited Liability Company immediately prior to filing this Certificate is Three Lakes Sedona Reverse 1031, LLC.
5. The name of the Limited Liability Company as set forth in the Certificate of Formation (being filed simultaneously herewith) is Three Lakes Apartments, LLC.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion on October 28, 2014.

THREE LAKES MEMBER, LLC,  
a Delaware limited liability company,  
its Manager

By:   
Name: William T. Fabbri  
Its: Executive Vice President

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 02:12 PM 10/28/2014  
FILED 02:06 PM 10/28/2014  
SRV 141942813 - 5629175 FILE

STATE OF DELAWARE  
CERTIFICATE OF FORMATION  
OF  
THREE LAKES APARTMENTS, LLC

The undersigned, desiring to form a limited liability company pursuant to the Delaware Limited Liability Company Act, 6 Delaware Code, Chapter 18, does hereby certify as follows:

First: The name of the limited liability company is Three Lakes Apartments, LLC.

Second: The name and address of the registered agent of the limited liability company in the State of Delaware is:

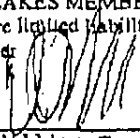
National Corporate Research, Ltd.  
615 South Dupont Highway  
Dover, Delaware 19901  
Kent County

Third: The limited liability company's initial principal office and mailing address is to be located at:

477 South Rosemary Avenue  
Suite 301  
West Palm Beach, Florida 33401

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation on October 28, 2014.

THREE LAKES MEMBER, LLC,  
a Delaware limited liability company,  
its Manager:

By:   
Name: William T. Pabbri  
Its: Executive Vice President



State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 12:20 PM 06/12/2015  
FILED 12:20 PM 06/12/2015  
SRV 150915100 - 5629175 FILE


STATE OF DELAWARE  
CERTIFICATE OF AMENDMENT

1. Name of Limited Liability Company: Three Lakes Apartments, LLC

2. The Certificate of Formation of the limited liability company is hereby amended  
as follows:

The name of the limited liability company is Richman  
Three Lakes Development Partners, LLC

IN WITNESS WHEREOF, the undersigned have executed this Certificate on  
the 12th day of June, A.D. 2015.

By:  \_\_\_\_\_  
Authorized Person(s)

Name: Kristin M. Miller  
Print or Type

# Delaware

PAGE 1

*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "RICHMAN-THREE LAKES DEVELOPMENT PARTNERS, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE EIGHTEENTH DAY OF JUNE, A.D. 2015.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "RICHMAN THREE LAKES DEVELOPMENT PARTNERS, LLC" WAS FORMED ON THE TWENTY-EIGHTH DAY OF OCTOBER, A.D. 2014.

5629175 8300

150940901

You may verify this certificate online at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)



*Jeffrey W. Bullock*  
 Jeffrey W. Bullock, Secretary of State  
 AUTHENTICATION: 2479215

DATE: 06-18-15