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Division of Corporations

NO. 8609 P. 1

H1500004617

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**LLC AMND/RESTATE/CORRECT OR M/MG RESIGN
BAINBRIDGE YBOR CITY APARTMENTS, LLC**

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

The undersigned, as Manager of BAINBRIDGE YBOR CITY APARTMENTS, LLC, a Delaware limited liability company (the "Company"), desiring to amend the Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida pursuant to Section 605.0902(1)(c) of the Florida Limited Liability Company Act, states as follows:

1. The current name of the Company is Bainbridge Ybor City Apartments, LLC.
2. The date of filing of the original Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida of the Company was June 10, 2015, document number M15000004617.
3. Paragraph 5 of the Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida of the Company is amended as follows:

"Street address of Principal Office:

12765 W. Forest Hill Blvd., Suite 1307
Wellington, Florida 33414"

4. Paragraph 6 of the Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida of the Company is amended as follows:

"Mailing address of Principal Office:

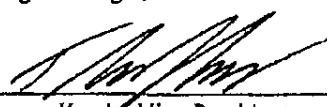
12765 W. Forest Hill Blvd., Suite 1307
Wellington, Florida 33414"

5. Paragraph 7 of the Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida of the Company is amended as follows:

"The sole manager is Bainbridge Manager, LLC, 12765 W. Forest Hill Blvd., Suite 1307, Wellington, Florida 33414."

IN WITNESS WHEREOF, the undersigned has executed this Application by Foreign Limited Liability Company to File Amendment to Certificate of Authority to Transact Business in Florida this 16th day of June, 2015.

Bainbridge Manager, LLC

By: 
Thomas Keady, Vice President

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