NORTH CAROLINA
Department of the Secretary of State

To all whom these presents shall come, Greetings:

I, Elaine F. Marshall, Secretary of State of the State of North Carolina, do hereby certify the following and hereto attached to be a true copy of

CONVERSION

OF

HANOVER RIDGE APARTMENTS, LP

the original of which was filed in this office on the 28th day of August, 2008.

BILL GARRETT, Davidson County
Trans:T20120004051 CHARTERFGN
Recvd: 01/18/12 09:35 3 pgs
Fees:7.00 Taxes:0.00
20120118-0004803

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 21st day of December, 2011.

Elaine F. Marshall

Secretary of State

Certification# 92146527-1 Reference# 10788884-ACH Page: 1 of 3
Verify this certificate online at www.secretary.state.nc.us/verification

Prepared By and Return To:
DLO Title, LLC
256 Seaboard Lane, Suite F103
Franklin, TN 37067

SOSID: 0879467
Date Filed: 8/28/2008 4:00:00 PM
Elaine F. Marshall
North Carolina Secretary of State
C200824100305

State of North Carolina
Department of the Secretary of State

CERTIFICATE OF DOMESTIC LIMITED PARTNERSHIP
INCLUDING ARTICLES OF CONVERSION

Pursuant to §§ 59-201 and 59-1052 of the General Statutes of North Carolina, the undersigned hereby submits this Certificate of Domestic Limited Partnership for the purpose of converting to a domestic limited partnership.

1. The name of the limited partnership is: Hanover Ridge Apartments, LP
(The name must contain the words "Limited Partnership," or the abbreviation "L.P." or "LP," or the combination "Ltd. Partnership".)

2. The domestic limited partnership is being formed pursuant to a conversion of another business entity. The name of the converting business entity is: Hanover Ridge, LLC

3. The converting business entity is a: *(select one)* ☐ domestic corporation; ☐ foreign corporation; ☑ domestic limited liability company; ☐ foreign limited liability company; ☐ foreign limited partnership; ☐ domestic registered limited liability partnership; ☐ foreign limited liability partnership; or ☐ other partnership as defined in G.S. 59-36, whether or not formed under the laws of North Carolina.

4. The state or country whose laws govern the organization and internal affairs of the converting business entity is: North Carolina

5. A plan of conversion has been approved by the converting business entity in the manner required by law.

6. Name of Registered Agent: Todd C. Brockmann, Esq.

7. Address of Registered Office:

Number and Street 8037 Corporate Center Drive, Suite 100

City, State, Zip Code Charlotte, NC 28226 County Mecklenburg

8. Address of office where records are kept, if not kept at registered office:

Number and Street 406 East Fourth Street

City, State, Zip Code Winston- Salem, NC 27101 County Forsyth

9. Latest date upon which the limited partnership is to dissolve. (If no date is specified, there shall be no limit on the limited partnership's duration.)

NOTES:
Filing fee is $50. This document must be filed with the Secretary of State.

CORPORATIONS DIVISION
(Revised January, 2002)

P.O.BOX 29622

RALEIGH, NC 27626-0622
Form LP-01A

10. State the name, and address, including county and city or town, and street and number, if any, of each general partner. (Attach additional sheets if necessary.)

Hanover Ridge GP, LLC 406 East Fourth Street, Winston- Salem, NC 27101 (Forsyth County)

11. This registration will be effective upon filing, unless a date and/or time is specified: _____

12. The following and attached signatures of EACH general partner constitute an affirmation under the penalty of perjury that the facts herein are true.

(a) If the general partner is an individual, complete this section:

Signature_____ Date_____
Typed or Printed Name_____

Signature_____ Date_____
Typed or Printed Name_____

Signature_____ Date_____
Typed or Printed Name_____

Signature_____ Date_____
Typed or Printed Name_____

(b) If the general partner is a corporation or other entity, complete this section.

Name of corporation or other entity Hanover Ridge GP, LLC
Signature of officer_____
Name and Title of officer Bill Scantland, Vice President of Landmark Asset Services, Inc., Managing Member
Date August 4, 2008

Name of corporation or other entity_____
Signature of officer_____
Name and Title of officer_____
Date_____

Name of corporation or other entity_____
Signature of officer_____
Name and Title of officer_____
Date_____

Name of corporation or other entity_____
Signature of officer_____
Name and Title of officer_____
Date_____