Box 31-B
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**STATE OF TENNESSEE**
**Tre Hargett, Secretary of State**
Division of Business Services
William R. Snodgrass Tower
312 Rosa L. Parks AVE, 6th FL
Nashville, TN 37243-1102

Gale Lofts, GP
APT 111
310 JEFFERSON ST
NASHVILLE, TN 37208-2771

December 28, 2012

**Control # 585857** Effective Date: 12/28/2012

**Document Receipt**

| | | |
|---|---|---|
| Receipt # : 867390 | Filing Fee: | $20.00 |
| Payment-Check/MO - SHERRARD & ROE, PLC, Nashville, TN | | $20.00 |

## ACKNOWLEDGMENT OF CONVERSION

**GALE LOFTS, LLC** converted from a **TENNESSEE Limited Liability Company** to
**Gale Lofts, GP**
a **General Partnership**

This will acknowledge the filing of the attached Articles of Conversion with an effective date as indicated above.

When corresponding with this office or submitting documents for filing, please refer to the control number given above.

Tre Hargett
Secretary of State

Processed By: Cynthia Dunn

BILL GARRETT, Davidson County
Trans:T20130000278 CHARTER
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Fees:7.00 Taxes:0.00
20130102-0000356

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# CERTIFICATE OF CONVERSION

Gale Lofts, LLC, a Tennessee limited liability company (the "Company"), acting pursuant to Section 48-249-704 of the Tennessee Revised Limited Liability Company Act, as amended (the "Act"), hereby adopts the following Certificate of Conversion:

The name of the Company is Gale Lofts, LLC, a Tennessee limited liability company.

The date of filing of the original Articles of Organization of the Company with the Secretary of State is September 8, 2008.

The Company is to be converted into Gale Lofts, GP, a Tennessee general partnership.

All required approvals of the conversion have been obtained by the Company.

IN WITNESS WHEREOF, the Company has caused this Certificate to be executed by its duly authorized officer on the 28 day of December, 2012.

GALE LOFTS, LLC

By: _____
Aaron White, President

610479.1 06683-009

Received by Tennessee Secretary of State Tre Hargett, 12/28/2012, 12:39:00, 7127.1811