



STATE OF TENNESSEE
Tre Hargett, Secretary of State
Division of Business Services
312 Rosa L. Parks Avenue
6th Floor, William R. Snodgrass Tower
Nashville, TN 37243

City View Lofts Homeowners Association
2200 Hillsboro Rd
Suite 200
Nashville, TN 37212 USA

April 6, 2010

Control # 428512

Effective Date: 04/06/2010

Document Receipt

| | | |
|---|-------------|----------|
| Receipt # : 146489 | Filing Fee: | \$120.00 |
| Payment-Check/MO - CITY VIEW LOFTS HOA, Nashville, TN | | \$420.00 |
| Refund pending (6-8 weeks) - Reference #428512 | | \$300.00 |

ACKNOWLEDGMENT OF CONVERSION

CITY VIEW LOFTS, LLC. converted from a **Williamson County Limited Liability Company** to

City View Lofts Homeowners Association
a **Davidson County Corporation Non-Profit**

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
Business Services Division

State of Tennessee



Department of State
Corporate Filings
312 Rosa L. Parks Avenue
6th Floor, William R. Snodgrass Tower
Nashville, TN 37243

CHARTER (Nonprofit Corporation)

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2010 MAR -8 PM 1:53

THE HARGETT
SECRETARY OF STATE

For Office Use Only

The undersigned acting as incorporator(s) of a nonprofit corporation under the *Tennessee Nonprofit Corporation Act* adopts the following Articles of Incorporation.

1. The name of the corporation is: City View Lofts Home owners Association

2. Please complete all of the following sentences by checking one of the two boxes in each sentence:
This corporation is a public benefit corporation / mutual benefit corporation.
This corporation is a religious corporation / not a religious corporation.
This corporation will have members / not have members.

3. The name and complete address of the corporation's initial registered agent and office in Tennessee is:
Timmons Properties Inc 2200 Hillsboro Rd Suite 200 Nashville TN 37212
Name Street Address City State Zip Code County

4. List the name and complete address of each incorporator:
Elizabeth Garrett 800 Woodland St. #207 Nashville TN 37206
Name Street Address City State Zip Code
Brian Cook 800 Woodland St. #201 Nashville TN 37206
Name Street Address City State Zip Code
Harry Blake 800 Woodland St. #106 Nashville TN 37206
Name Street Address City State Zip Code

5. The complete address of the corporation's principal office is:
2200 Hillsboro Rd Suite 200 Nashville TN 37212
Street Address City State/Country Zip Code

6. The corporation is not for profit.

7. If the document is not to be effective upon filing by the Secretary of State, the delayed effective date and time are:
Date ASAP, Time _____ (Not to exceed 90 days.) NA

8. Insert here the provisions regarding the distribution of assets upon dissolution: All assets of the Association will remain in account that is currently managed by Timmons Properties per our management contract with the City View Lofts community.

9. Other provisions: NA

March 1, 2010 Signature Date
City View Lofts HOA Incorporator's Signature
City View Lofts HOA Incorporator's Name (typed or printed)

2010 APR -6 AM 8:30
THE HARGETT
SECRETARY OF STATE
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6694.3271

State of Tennessee



Department of State
Corporate Filings
312 Eighth Avenue North
6th Floor, William R. Snodgrass Tower
Nashville, TN 37243

CERTIFICATE OF CONVERSION
(LLC into another Business Entity)

820 (5731) \$420.00
MCD 5-3-10
~~\$120.00~~

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T. MARGETT
SECRETARY OF STATE

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STATE OF TENNESSEE

Pursuant to the provisions of §48-249-704 of the Tennessee Revised Limited Liability Company Act, the undersigned Limited Liability Company submits this certificate of conversion:

1. The current name of the of the domestic limited liability company (hereinafter referred to as the domestic LLC) is: City View Lofts LLC

If different, the name of the domestic LLC under which its articles of organization were originally filed:

2. The date of filing of the original articles of organization of the domestic LLC was: 09/05/02 (month/day/year).

3. The name of the other business entity into which the domestic LLC is to be converted is Cit View Lofts Homeowners Association, its jurisdiction of formation is Davidson County, and its business type is a Nonprofit Corporation.

4. All required approvals of the conversion have been obtained by the domestic limited liability company.

5. If the conversion is not to be effective upon the filing of the certificate of conversion, then the future effective date or time of the conversion is:
Date: ASAP, Time: (NA)

6. The following box must be checked and the mailing address provided if the domestic LLC is converting to a foreign entity:

The foreign entity agrees that it may be served with process in this State in any proceeding for the enforcement of any obligation of the domestic LLC arising prior to the date of the conversion, irrevocably appointing the Secretary of State as its agent to accept service of process in any such proceeding. The address (including zip code) to which a copy of such process shall be mailed to it by the Secretary of State is:

March 1, 2010
Signature date

Matthew Dzier, CMCA
Signature

Association Manager
Signer's capacity

Matthew Dzier, CMCA
Name (typed or printed)