



DATE/TIME: 02/28/2013 0854

FEE: \$11.00

PAGES: 7

FEE NUMBER: 2013-016654



Return To & Mail Tax Statements To:

THR PHOENIX, LP
2075 S. COTTONWOOD DR
TEMPE, AZ 85282

Property Tax ID#: 102-53-066

File # AZPH2382

CONFIRMATORY DEED

****TRANSFER TAX EXEMPT ARS 11-1134.B2; THIS DEED IS BEING GRANTED AS A CONVEYANCE BETWEEN RELATED ENTITIES FOR NO CONSIDERATION TO CONFIRM/CORRECT THE GRANTEE ENTITY ORIGINALLY CONVEYED TITLE TO THE PROPERTY IN DEED RECORDED ON 10/19/2012 IN DOC/INST# 2012-090565****

FOR A VALUABLE CONSIDERATION, receipt of which is hereby acknowledged, THR PHOENIX, L.P., a Delaware limited partnership, successor by conversion to THR PHOENIX, LLC WHO ACQUIRED TITLE AS THR Phoenix, LLC, a Delaware Limited Liability Company ("Grantor") hereby GRANT(S) to THR PHOENIX, L.P., a Delaware limited partnership ("Grantee") the real property in the City of Apache Junction, County of Pinal, State of AZ, described in Exhibit "A" attached hereto and incorporated herein by this reference.

Parcel ID: 102-53-066

Commonly known as 1031 E. Santa Cruz Lane, Apache Junction, AZ 85119

The Certificate of Conversion and Certificate of Limited Partnership are attached hereto as Exhibit "B" and incorporated herein by reference.

THE REAL PROPERTY CONVEYED HEREIN BY GRANTOR TO GRANTEE IS CONVEYED AND ACCEPTED SUBJECT TO: (i) CURRENT REAL PROPERTY TAXES AND ALL UNPAID GENERAL AND SPECIAL TAXES/BONDS AND ASSESSMENTS; AND (2) ALL ENCUMBRANCES, EASEMENTS, COVENANTS, CONDITIONS, RESTRICTIONS, RESERVATIONS, RIGHTS, RIGHTS OF WAY OF RECORD, AND/OR DISCLOSED BY AN INSPECTION.

THIS DEED IS BEING RECORDED TO REFLECT THE CORRECT GRANTEE ENTITY, WHICH, AS A RESULT OF AN ENTITY CONVERSION FROM A LIMITED LIABILITY COMPANY TO A LIMITED PARTNERSHIP HAS IDENTICAL UNDERLYING OWNERSHIP OF THE GRANTEE ENTITY AND CORRECTS THE ORGANIZATIONAL JURISDICTION OF SAID ENTITY WHICH WAS ORIGINALLY CONVEYED TITLE TO THE PROPERTY IN DEED RECORDED ON 10/19/2012 IN DOC/INST# 2012-090565.

IN WITNESS WHEREOF, Grantor has hereunto set a hand and seal the day and year first written above.

**THR Phoenix, L.P., a Delaware limited partnership,
successor by conversion to THR Phoenix, LLC, a
Delaware limited liability company WHO ACQUIRED
TITLE AS THR Phoenix, LLC, a Delaware Limited Liability Company**

By: **THR Property GP LLC, its general partner**

By: [Signature]

Name: DAVA STANNER

Title: V.P.

STATE OF ARIZONA)

COUNTY OF MARICOPA)

The foregoing instrument was hereby acknowledged before me this 1 day of February, 2013, by Dallas Tanner, who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



[Signature]
Notary Public
My commission expires:

No title search was performed on the subject property by the preparer. The preparer of this deed makes no representation as to the status of the title nor property use or any zoning regulations concerning described property herein conveyed nor any matter except the validity of the form of this instrument. Information herein was provided to preparer by Grantor/Grantees and /or their agents, no boundary survey was made at the time of this conveyance.

EXHIBIT A

THE LAND REFERRED TO HEREIN BELOW IS SITUATED IN THE COUNTY OF PINAL, STATE OF ARIZONA, AND IS DESCRIBED AS FOLLOWS:

Lot 66, CIMMARRON, according to Cabinet C, Slide 6, records of Pinal County, Arizona.

Choffins

Delaware

PAGE 1

The First State


I, JEFFREY-W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE LIMITED LIABILITY COMPANY UNDER THE NAME OF "THR PHOENIX, LLC" TO A DELAWARE LIMITED PARTNERSHIP, CHANGING ITS NAME FROM "THR PHOENIX, LLC" TO "THR PHOENIX, L.P.", FILED IN THIS OFFICE ON THE EIGHTH DAY OF OCTOBER, A.D. 2012, AT 1:23 O'CLOCK P.M.



5136463 8100V

121106921

You may verify this certificate online
at corp.delaware.gov/authver.shtml


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9899682

DATE: 10-08-12

State of Delaware
Secretary of State
Division of Corporations
Delivered 01:23 PM 10/08/2
FILED 01:23 PM 10/08/201
SRV 121106921 - 5136463 FI

**CERTIFICATE OF CONVERSION
TO LIMITED PARTNERSHIP
OF
THR PHOENIX, LLC
TO
THR PHOENIX, L.P.**

This Certificate of Conversion to Limited Partnership, dated as of October 8, 2012, is being duly executed and filed by THR Property GP LLC, as general partner, to convert THR Phoenix, LLC (the "Other Entity"), to THR Phoenix, L.P., a Delaware limited partnership (the "Limited Partnership"), under the Delaware Revised Uniform Limited Partnership Act (6 Del. C. § 17-101, et seq.).

1. The Other Entity was first formed on April 9, 2012. The jurisdiction of the Other Entity at the time it was first formed was Delaware.
2. Immediately prior to the filing of this Certificate of Conversion to Limited Partnership the Other Entity was a Delaware limited liability company and its name was THR Phoenix, LLC.
3. The name of the Limited Partnership as set forth in its certificate of limited partnership is THR Phoenix, L.P.
4. The conversion of the Other Entity to the Limited Partnership shall be effective upon the filing of this Certificate of Conversion to Limited Partnership and a certificate of limited partnership of the Limited Partnership with the Secretary of State of the State of Delaware.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion to Limited Partnership as of the date first-above written.

THR PROPERTY GP LLC, as general partner

By:

Name:
Title:

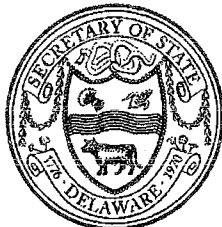
Devin Peterson
MD & VP

Delaware

PAGE 2

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF CERTIFICATE OF LIMITED PARTNERSHIP OF "THR PHOENIX, L.P." FILED IN THIS OFFICE ON THE EIGHTH DAY OF OCTOBER, A.D. 2012, AT 1:23 O'CLOCK P.M.



5136463 8100V

121106921

You may verify this certificate online
at corp.delaware.gov/authver.shtml

Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9899682

DATE: 10-08-12

State of Delaware
Secretary of State
Division of Corporations
Delivered 01:23 PM 10/08/2012
FILED 01:23 PM 10/08/2012
SRV 121106921 - 5136463 FILE

CERTIFICATE OF LIMITED PARTNERSHIP

OF

THR PHOENIX, L.P.

THIS Certificate of Limited Partnership of THR Phoenix, L.P. (the "Partnership"), dated as of October 8, 2012, is being duly executed and filed by the undersigned, as general partner, to form a limited partnership under the Delaware Revised Uniform Limited Partnership Act (6 Del.C. § 17-101, et seq.).

1. Name. The name of the limited partnership formed hereby is THR Phoenix, L.P.

2. Registered Office. The address of the registered office of the Partnership in Delaware is c/o Corporation Service Company, 2711 Centerville Road, Suite 400, Wilmington, Delaware 19808.

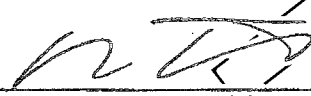
3. Registered Agent. The name and address of the registered agent of the Partnership in Delaware are Corporation Service Company, 2711 Centerville Road, Suite 400, Wilmington, Delaware 19808.

4. General Partner. The name and business address of the general partner of the Partnership is:

THR Property GP LLC
c/o Invitation Homes and The Blackstone Group
345 Park Avenue
New York, New York-10154

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Limited Partnership as of the date first-above written.

THR PROPERTY GP LLC, as its general partner

By: 
Name: Devin Peterson
Title: MD&VP