

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:		NEW ASSIGNMENT	
NATURE OF CONVEYANCE:		CHANGE OF NAME	
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Invitation Homes LLC		10/08/2012	LIMITED LIABILITY COMPANY: DELAWARE
RECEIVING PARTY DATA			
Name:	Invitation Homes L.P.		
Street Address:	345 Park Avenue		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10154		
Entity Type:	LIMITED PARTNERSHIP: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	85696393	INVITATION HOMES	
CORRESPONDENCE DATA			
Fax Number:	3129800765		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	312-269-8000		
Email:	mhoffman@ngelaw.com		
Correspondent Name:	Sarah Smith		
Address Line 1:	Neal Gerber & Eisenberg LLP		
Address Line 2:	Two North LaSalle Street		
Address Line 4:	Chicago, ILLINOIS 60602		
ATTORNEY DOCKET NUMBER:	25250.0701		
NAME OF SUBMITTER:	Sarah Smith		
Signature:	/Sarah Smith/		

CH \$40.00 85696393

900243005

**TRADEMARK
 REEL: 004934 FRAME: 0562**

Date:

01/03/2013

Total Attachments: 4

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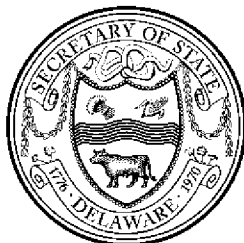
PAGE 1

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 "INVITATION HOMES LLC" TO A DELAWARE LIMITED PARTNERSHIP, CHANGING ITS NAME FROM "INVITATION HOMES LLC" TO "INVITATION HOMES L.P.", FILED IN THIS OFFICE ON THE EIGHTH DAY OF OCTOBER, A.D. 2012, AT 12:09 O'CLOCK P.M.

5166929 8100V

121271130




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 0017600

DATE: 11-28-12

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

TRADEMARK
REEL: 004934 FRAME: 0564

Delaware

PAGE 2

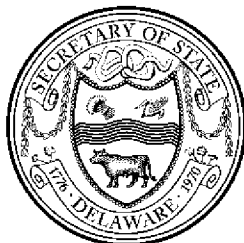
The First State

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 "INVITATION HOMES L.P." FILED IN THIS OFFICE ON THE EIGHTH DAY OF OCTOBER, A.D. 2012, AT 12:09 O'CLOCK P.M.

5166929 8100V

121271130

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 0017600

DATE: 11-28-12

TRADEMARK
REEL: 004934 FRAME: 0565

**CERTIFICATE OF CONVERSION
TO LIMITED PARTNERSHIP
OF
INVITATION HOMES LLC
TO
INVITATION HOMES L.P.**

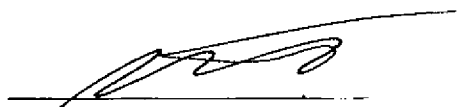
This Certificate of Conversion to Limited Partnership, dated as of October 8, 2012, is being duly executed and filed by Invitation Homes GP LLC, as general partner, to convert Invitation Homes LLC (the "Other Entity"), to Invitation Homes L.P., a Delaware limited partnership (the "Limited Partnership"),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

1. The Other Entity was first formed on June 12, 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 Invitation Homes LLC.
3. The name of the Limited Partnership as set forth in its certificate of limited partnership is Invitation Homes 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.

Invitation Homes GP LLC, as general partner

By:


Name: Devin Peterson
Title: MD & VP

CERTIFICATE OF LIMITED PARTNERSHIP

OF

INVITATION HOMES L.P.

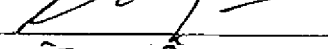
THIS Certificate of Limited Partnership of Invitation Homes L.P. (the "Partnership"), dated as of October 8, 2012, is being duly executed and filed by the undersigned, as general partner, to form a limited partnership under the Delaware Revised Uniform Limited Partnership Act (6 Del.C. § 17-101, et seq.).

1. Name. The name of the limited partnership formed hereby is Invitation Homes 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:

INVITATION HOMES 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.

INVITATION HOMES GP LLC, as its
general partner

By: 
Name: Devin Peterson
Title: MD + LP