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To:

Division of Corporations
Fax Number : (850)617-6383

From:

Account Name : COMPUTERSHARE
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****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.**

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**LP/LLP AMENDMENT/RESTATEMENT/CORRECTION
BD RC PIPELINE JV, L.P.**

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$52.50

T. LEMIEUX

FEB 12 2024

**AMENDMENT TO CERTIFICATE OF AUTHORITY
FOR
FOREIGN LIMITED PARTNERSHIP OR
LIMITED LIABILITY LIMITED PARTNERSHIP**

1. The name of the limited partnership or limited liability limited partnership as it appears on the records of the Florida Department of State is:

BC RC PIPELINE JV, L.P.

2. Document Number of Foreign Limited Partnership or Limited Liability Limited Partnership:

B23000000165

3. The jurisdiction of its formation is: Delaware

4. The date the entity was authorized to transact business in Florida is: May 15, 2023

5. If the amendment changes the name of the limited partnership or limited liability limited partnership, enter the new name:

BD RC FUND 1 JV, L.P.

Acceptable Limited Partnership suffixes: Limited Partnership, Limited, L.P., LP, or Ltd.

Acceptable Limited Liability Limited Partnership suffixes: Limited Liability Limited Partnership, L.L.L.P. or LLLP

(If name unavailable in Florida, enter alternate name adopted for the purpose of transacting business in Florida.)

6. If the amendment changes the general partner(s), list the name and business address of each general partner:

Name:

Business Address:

☐ Add
☐ Remove
☐ Change

☐ Add
☐ Remove
☐ Change

☐ Add
☐ Remove
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☐ Add
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☐ Add

2024 FEB -9 PM 3:39
SECRETARY OF STATE
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FILED

6. If the amendment changes the jurisdiction of organization, indicate new jurisdiction:

7. If the amendment corrects any false statement listed in the application, indicate the statement being corrected and the correction:

8. If the amendment is to add or delete an election to be a limited liability limited partnership statement, check the appropriate box:

☐ The entity elects to be a limited liability limited partnership.

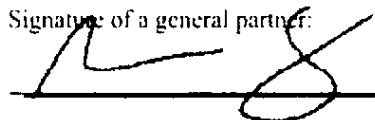
☐ The entity is no longer a limited liability limited partnership.

9. Attached is an original certificate, no more than 90 days olds, evidencing the aforementioned amendment(s), duly authenticated by the official having custody of records in the jurisdiction under the law of which this entity is organized.

10. Effective date, if other than the date of filing: _____ (optional)
(If an effective date is listed, the date must be specific and cannot be prior to date of filing or more than 90 days after filing.)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

Signature of a general partner:



Typed or printed name:

Robert Consalvo

Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED ARE TRUE AND CORRECT COPIES OF ALL DOCUMENTS ON FILE OF "BD RC FUND 1 JV, L.P." AS RECEIVED AND FILED IN THIS OFFICE.

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

CERTIFICATE OF LIMITED PARTNERSHIP, FILED THE FIFTH DAY OF MAY, A.D. 2023, AT 2:13 O'CLOCK P.M.

CERTIFICATE OF AMENDMENT, CHANGING ITS NAME FROM "BD RC PIPELINE JV, L.P." TO "BD RC FUND 1 JV, L.P.", FILED THE TWELFTH DAY OF JULY, A.D. 2023, AT 11:10 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE AFORESAID LIMITED PARTNERSHIP, "BD RC FUND 1 JV, L.P.".



A handwritten signature in black ink, appearing to read "JBullock", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed in a small font.

**STATE OF DELAWARE
CERTIFICATE OF LIMITED PARTNERSHIP
OF
BD RC PIPELINE JV, L.P.**

State of Delaware
Secretary of State
Division of Corporations
Delivered 02:13 PM 05-05-2023
FILED 02:13 PM 05-05-2023
SR 20231848711 - File Number 7446397

The undersigned, desiring to form a limited partnership pursuant to the Delaware Revised Uniform Limited Partnership Act, 6 Delaware Code, Chapter 17 (the "Act"), does hereby certify as follows:

1. The name of the limited partnership is:

BD RC PIPELINE JV, L.P.

2. The address of the limited partnership's registered office in the State of Delaware is:
Corporate Creations Network Inc., 3411 Silverside Road Tatnall Building #104,
Delaware, County of New Castle, 19810.
3. The name of the limited partnership's registered agent for service of process in the
State of Delaware at such address is: Corporate Creations Network Inc.
4. The name and mailing address of the general partner is as follows:

Real Capital Car Wash Lower Fund, L.P.
330 E. Crown Point Road
Winter Garden, FL 34787

5. The filing of this Certificate of Limited Partnership shall be effective upon filing.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Limited Partnership as of this 5th day of May, 2023.

Real Capital Car Wash Lower Fund, L.P.
a Delaware limited partnership

By: Real Capital Car Wash Upper Fund, L.P.,
an Ontario limited partnership,
its General Partner

By: Real Capital Car Wash Fund GP, LLC,
a Delaware limited liability company
its General Partner

By: /s/ Christopher Harris

**CERTIFICATE OF AMENDMENT
TO THE
CERTIFICATE OF LIMITED PARTNERSHIP
OF
BD RC PIPELINE JV, L.P.**

This Certificate of Amendment to the Certificate of Limited Partnership of BD RC Pipeline JV, L.P., a Delaware limited partnership, has been duly executed and is being filed by the undersigned, as the sole general partner, pursuant to Section 17-202 of the Revised Uniform Limited Partnership Act of the State of Delaware, does hereby certify as follows:

1. The name of the limited partnership is BD RC Pipeline JV, L.P.
2. Paragraph 1 of the Certificate of Limited Partnership is hereby amended to read as follows:

"1. The name of the limited partnership is:

BD RC Fund 1 JV, L.P."

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Amendment to the Certificate of Limited Partnership this 12th day of July, 2023.

GENERAL PARTNER:

Real Capital Car Wash Lower Fund, L.P.,
a Delaware limited partnership

By: Real Capital Car Wash Upper Fund, L.P.,
an Ontario (Canada) limited partnership,
its General Partner

By: Real Capital Car Wash Fund GP, LLC,
a Delaware limited liability company
its General Partner

By: /s/ Christopher Harris
Name: Christopher Harris
Title: Manager