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**FLORIDA LIMITED LIABILITY CO.  
810 Land Opp Fund LLC**

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**SEP 10 2018**

**ARTICLES OF ORGANIZATION  
FOR  
810 LAND OPP FUND LLC**

**A Florida Limited Liability Company**

The undersigned, for the purpose of forming a limited liability company under Chapter 605 of Florida Statutes, hereby adopts the following Articles of Organization:

**Article I**

**NAME OF LIMITED LIABILITY COMPANY:** The name of the limited liability company (the "LLC") is 810 Land Opp Fund LLC.

**Article II**

**PRINCIPAL OFFICE:** The principal office of the LLC is located at 7272 NE 6th Court, #5, Miami, Florida 33138.

**MAILING ADDRESS:** The mailing address of the LLC is 7272 NE 6th Court, #5, Miami, Florida 33138.

**Article III**

**PURPOSE AND AUTHORIZED REPRESENTATIVE:** This LLC is formed for the purpose of investing in Qualified Opportunity Zone Property within the meaning of Section 1400Z of the Internal Revenue Code of 1986. The Authorized Representative of the LLC for purposes of formation shall be James O. Lang.

**Article IV**

**POWERS:** The LLC shall have and exercise all powers of a limited liability company pursuant to Chapter 605 of the Florida Statutes as the same now exist or may hereinafter exist under the laws of the State of Florida.

**Article V**

**OPERATING AGREEMENT:** The Operating Agreement of the LLC shall be initially approved by a majority vote of the Members and thereafter may be amended by a majority vote of the Members at the annual meeting of the Members or at a duly called meeting of the Members in accordance with the Operating Agreement.

**Article VI**

**AMENDMENT:** These Articles of Organization may be amended by the affirmative vote of two-thirds of the voting Members in the manner provided by law.

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#### Article VII

**MANAGES:** The LLC is a manager managed limited liability company. The Manager of the LLC shall be fixed and determined from time to time by the members in accordance with the Operating Agreement. The name of the initial Manager is as follows:

1. Joseph Del Vecchio      MANAGER

#### Article VIII

**INFORMAL ACTION:** To the extent permitted by law, any action required to be taken at any annual or special meeting of the members, managers or any appointed committee, or any action which may be taken at any annual or special meeting of any such members, managers or committee, may be taken without a meeting, without prior notice and without a vote, if the action is taken by the members, managers or committee members entitled to vote on such action and having not less than the minimum number of votes necessary to authorize such action at a meeting at which all members, managers or committee members entitled to vote on such action were present and voted. The action must be evidenced by one or more written consents describing the action taken, dated and signed by approving members, managers or committee members having the requisite number of votes and entitled to vote on such action, and such written consent or consents must be delivered to the LLC at its principal office.

#### Article IX

**REGISTERED AGENT:** The name of the registered agent of the LLC is C T Corporation System. The address of this registered agent is 1200 South Pine Island Road, Plantation, Florida 33324. The registered office and registered agent provided for herein may be changed from time to time in the manner provided by law.

#### Article X

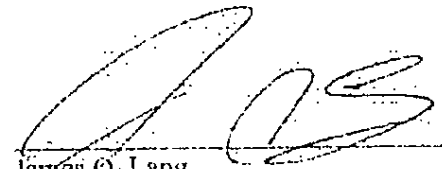
**INDEMNIFICATION:** Any person made a party to any action, suit or proceeding by reason of being a manager of the LLC shall be indemnified by the LLC against any and all liability and the reasonable expenses, including attorney's fees and disbursements, incurred by him or her in connection with the defense or settlement of such action, suit or proceeding, or in connection with any appearance therein, except in relation to matters as to which it shall be adjudged in such action, suit or proceeding that such manager is liable for any misconduct in the performance of his or her duties. Such right of indemnification shall not be deemed exclusive of any other rights to which such manager may be entitled apart from this Article.

**Article XI**

**TERMS OF EXISTENCE:** The term of existence of the LLC is perpetual.

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IN WITNESS WHEREOF, These Articles of Organization are hereby executed by the Authorized Representative on this 7<sup>th</sup> day of September, 2018.

  
\_\_\_\_\_  
James O. Lang  
Authorized Representative

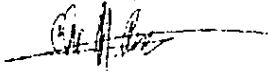
Date: 9/7/18

**REGISTERED AGENT'S**

**ACCEPTANCE OF APPOINTMENT**

Having been named as registered agent to accept service of process for the above stated LLC at the place designated in this certificate, I am familiar with and accept the appointment as registered agent for 810 Land Opp Fund LLC, a Florida limited liability company, and agree to act in this capacity.

by Chris Rickard, Assistant Secretary



Date: 09-07-18

\_\_\_\_\_  
Signature of Registered Agent  
C T Corporation System