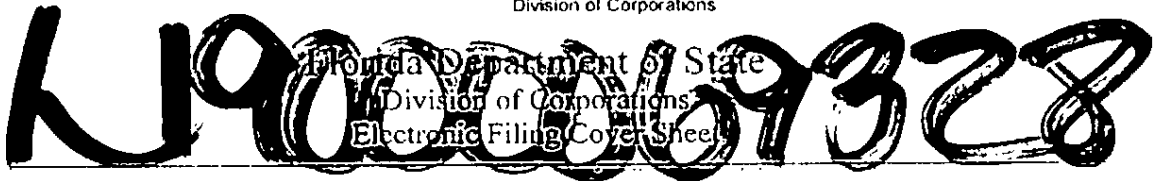


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AMENDED AND RESTATED ARTICLES OF ORGANIZATION

OF

OZONE OPERATING FUND, LLC

The Articles of Organization for OZONE OPERATING FUND, LLC (the "Company") were filed with the Florida Department of State on March 12, 2019, and assigned Florida Document Number L19000069328. Pursuant to the provisions of Section 605.0202 of the Florida Statutes, the Company hereby adopts the following Amended and Restated Articles of Organization of the Company:

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ARTICLE I - NAME OF COMPANY

The name of the limited liability company is OZONE OPERATING FUND, LLC.

ARTICLE II - PRINCIPAL OFFICE

The street address, and the mailing address, of the principal office of the Company is 2020 West Pensacola Street, Suite 300, Tallahassee, Florida 32304.

ARTICLE III - REGISTERED AGENT AND REGISTERED OFFICE

The street address of the registered office of the Company in the State of Florida is 2020 West Pensacola Street, Suite 300, Tallahassee, Florida 32304. The name of the registered agent of the Company at that address is JENNIFER N. PEARCE.

ARTICLE IV - PURPOSE

The Company is being formed for the purpose of investing in qualified opportunity zone property. The Company expects to engage (either directly or through a qualified opportunity zone partnership interest) in the qualified opportunity zone business of rehabilitating, developing and leasing of student housing in Tallahassee, Florida.

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ARTICLE V - MANAGEMENT

The Company is to be a manager-managed company. The name and address of the Manager of the Company is:

Jennifer N. Pearce
2020 West Pensacola Street, Suite 300
Tallahassee, Florida 32304

ARTICLE VI - EFFECTIVE DATE

The effective date of these Amended and Restated Articles of Organization shall be the date of filing of these Amended and Restated Articles of Organization with the Florida Department of State.

The undersigned member has made and subscribed these Amended and Restated Articles of Organization this 20 day of June, 2019.

Under penalties of perjury I declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.


JENNIFER N. PEARCE, Authorized
Representative

2019 JUN 21 PM 2:23

APPROVED
AND
FILED

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