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**FLORIDA LIMITED LIABILITY CO.  
AME Capital QOF, LLC**

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**ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED  
LIABILITY COMPANY****ARTICLE I - Name**

The name of the Limited Liability Company is:

**AME CAPITAL QOF, LLC**

**ARTICLE II - Address**

The mailing address and the street address of the principal office of the Limited Liability Company are:

200 S. Biscayne Boulevard  
Suite 4100 (RAG)  
Miami, FL 33131

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**ARTICLE III - Duration**

The period of duration for the Limited Liability Company shall be perpetual.

**ARTICLE IV - Management**

The Limited Liability Company shall be managed by one or more managers (who shall be designated "Manager(s)") and is, therefore, a manager-managed company within the meaning of Section 605.0407, Florida Statutes. The rights, duties and obligations of the Manager(s) and the Member(s) of the Limited Liability Company shall be as set forth in writing in the operating agreement(s) of the Member(s).

The name and address of the Manager is:

Miled Ellis  
200 S. Biscayne Boulevard  
Suite 4100 (RAG)  
Miami, FL 33131

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**ARTICLE V - Registered Agent and Office**

The name and address of the initial registered agent of the Limited Liability Company are:

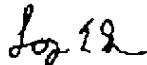
Corporation Company of Miami  
200 S. Biscayne Boulevard  
Suite 4100 (RAG)  
Miami, FL 33131

**ARTICLE VI - PURPOSE**

The purpose of this Limited Liability Company is to be a "Qualified Opportunity Fund" as such term is defined in Section 1400Z-2(d)(1)(A) of the Internal Revenue Code of 1986, as amended (the "Code"), that invests in "Qualified Opportunity Zone Property" as such term is defined in Section 1400Z-2(d)(2)(A) of the Code, including, but not limited to, real estate ventures located in one or more "Qualified Opportunity Zone(s)" as such term is defined in Section 1400Z-1(a) of the Code.

**ARTICLE VII - EFFECTIVE DATE AND TIME**

The Effective Date and Time of these Articles of Organization shall be the date and time of filing of these Articles of Organization.



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Logan E. Gans, Authorized Representative

(In accordance with Section 605.0203(1)(b), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true. I am aware that false information submitted in a document to the Florida Department of State constitutes a third degree felony as provided for in Section 817.155, Florida Statutes.)

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**REGISTERED AGENT ACCEPTANCE**

Having been named to accept service of process for the above-stated limited liability company at the address designated in the Articles of Organization, the undersigned corporation hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of its duties and is familiar with and accepts the obligations of its position as registered agent, as provided for in Chapter 605, Florida Statutes.

Date: April 12, 2019

CORPORATION COMPANY OF MIAMI

By: 

Gary Cohen, Esq., Vice President

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