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To: Division of Corporations  
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FLORIDA LIMITED LIABILITY CO.  
Fountain 33 Qualified Opportunity Zone Fund LLC

Certificate of Status	1
Certified Copy	1
Page Count	03
Estimated Charge	\$160.00

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ARTICLES OF ORGANIZATION  
OF  
FOUNTAIN 33 QUALIFIED OPPORTUNITY ZONE FUND LLC

ARTICLE I  
NAME

The name of this Limited Liability Company is FOUNTAIN 33 QUALIFIED OPPORTUNITY ZONE FUND LLC (the "Company").

ARTICLE II  
DURATION

The period of duration for the Company is perpetual.

ARTICLE III  
PURPOSE

The purpose of the Company is to invest in qualified opportunity zone property, as defined in Section 1400Z-2 of the Internal Revenue Code, and to engage in any other lawful business or activity that is necessary or advisable in furtherance of the foregoing purpose.

ARTICLE IV  
ADDRESS

The mailing address and street address of the principal office of the Company is:

5811 Pelican Bay Boulevard, Suite 650  
Naples, Florida 34108

ARTICLE V  
REGISTERED OFFICE AND AGENT

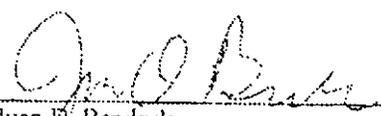
The initial registered office of this Company shall be HL Statutory Agent, Inc., 5811 Pelican Bay Boulevard, Suite 650, Naples, Florida 34108, and its initial registered agent at such office shall be HL Statutory Agent, Inc.

ARTICLE VI  
MANAGEMENT

The Company is a manager-managed limited liability company and the name and address of the elected Manager who shall serve as Manager until the first annual meeting or until his respective successor is chosen is as follows:

John R. Quinn  
5811 Pelican Bay Boulevard, Suite 650  
Naples, Florida 34108

Dated November 20, 2019.

  
\_\_\_\_\_  
Juan D. Bendeck  
Authorized Representative

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**CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE**

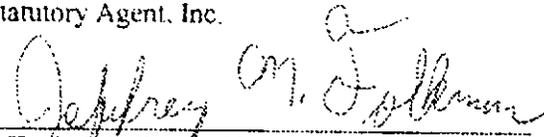
- 1. The name of the Company is FOUNTAIN 33 QUALIFIED OPPORTUNITY ZONE FUND LLC
- 2. The name and address of the registered agent and office is:

HL Statutory Agent, Inc.  
 c/o Jeffrey M. Folkman, Esq.  
 5811 Pelican Bay Boulevard, Suite 650  
 Naples, Florida 34108

*Having been named as registered agent and to accept service of process for the above-stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent, as provided for in Chapter 605 of the Florida Statutes.*

Dated November 20, 2019

HL Statutory Agent, Inc.

By:   
 Jeffrey M. Folkman, Vice President

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