

2/12/2020

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Division of Corporations

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Florida Department of State
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**FLORIDA LIMITED LIABILITY CO.
SH QOF, LLC**

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**ARTICLES OF ORGANIZATION
OF
SH QOF, LLC**

The undersigned, acting as the authorized representative of the organizing member of a limited liability company under the Florida Revised Limited Liability Company Act, adopts the following Articles of Organization for such limited liability company (the "Company"):

**ARTICLE I
Name**

The name of the limited liability company is SH QOF, LLC.

**ARTICLE II
Principal Office and Mailing Address**

The principal office and mailing address of the Company is 800 Court Street, Clearwater, FL 33756.

**ARTICLE III
Initial Registered Agent and Office**

The street address of the initial registered office of the Company is 800 Court Street, Clearwater, FL 33756, and the name of its initial registered agent at that address is Brandon Tones.

**ARTICLE IV
Management**

The Company shall be manager-managed.

**ARTICLE V
Purpose**

The purposes of the Company shall be to (i) acquire, finance, invest in, develop, manage and dispose of Qualified Opportunity Zone Property as a Qualified Opportunity Fund and (ii) make, enter into and perform any contracts and other undertakings, and to engage in any activities and transactions as may be ancillary to or necessary or advisable to carry out the foregoing purpose.

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ARTICLE VI
Effective Date

The effective date of filing of these Articles of Organization shall be the date of filing.

Dated this 12th day of February, 2020.

By: Mitchell I. Horowitz
Name: Mitchell I. Horowitz
Title: Authorized Representative

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for SH QOF, LLC, at the place designated as the registered office, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the undersigned's duties, and the undersigned is familiar with and accepts the duties and obligations of the undersigned's position as registered agent.

Dated this 12th day of February, 2020.

REGISTERED AGENT:

Brandon Tones
Brandon Tones

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