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**FLORIDA LIMITED LIABILITY CO.  
Q Op Zone Fund Cap Return LLC**

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**ARTICLES OF ORGANIZATION  
OF  
Q OP ZONE FUND CAP RETURN LLC**

The undersigned hereby organizes a limited liability company under the provisions of the Florida Revised Limited Liability Company Act (the "Act"), and pursuant to the following Articles of Organization:

**ARTICLE 1**

**Name**

The name of this limited liability company (the "Company") is: Q Op Zone Fund Cap Return LLC.

**ARTICLE 2**

**Effective Date**

This Company shall have perpetual existence, commencing on August 8, 2021.

**ARTICLE 3**

**Principal Office and Mailing Address**

The street address of the principal office and the mailing address of the Company are 6 E Germantown Pike, Plymouth Meeting, PA 19462.

**ARTICLE 4**

**Initial Registered Office and Agent**

The street address of the initial registered office of this Company is 601 Bayshore Boulevard, Suite 700, Tampa, FL 33606, and the name of the initial registered agent of this Company at that address is Nicholas D. Homer.

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ARTICLE 5  
Management of the Company

The Company is to be managed by one or more managers and is, therefore, a manager-managed limited liability company within the meaning of the Act. The names and addresses of the initial managers of the Company are:

Jennifer A. Nevitt  
6 E Germantown Pike  
Plymouth Meeting, PA 19462

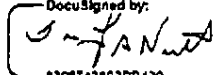
ARTICLE 6  
Purpose

The Company has been organized as a "qualified opportunity fund" for purposes of Sections 1400Z-1 and 1400Z-2 of the Internal Revenue Code of 1986, as amended (the "Code"). The purpose of the Company is to (a) invest in "qualified opportunity zone property" (as defined in Section 1400Z-2 of the Code or any successor statute or section thereto), (b) engage in any and all activities permitted under applicable law relating thereto so long as such activities continue to permit the Company to qualify as a "qualified opportunity fund," and (c) engage in the trade or business of acquiring, owning, holding, operating, managing, selling, exchanging and otherwise dealing with real property, including through one or more "qualified opportunity zone businesses" (as defined in Section 1400Z-2 of the Code or any successor statute or section thereto).

*[signature page follows]*

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IN WITNESS WHEREOF, the undersigned authorized representative of the members has  
executed these Articles of Organization on the 5th day of August, 2021.

DocuSigned by:  
  
0308743802DD430  
JENNIFER A. NEVITT, Authorized Representative

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**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE OF  
Q OP ZONE FUND CAP RETURN LLC**

Pursuant to the provisions of Section 605.0113 of the Florida Statutes, the undersigned limited liability company submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the limited liability company is: Q Op Zone Fund Cap Return LLC.
2. The name and address of the registered agent and office are:

Nicholas D. Horner  
601 Bayshore Boulevard, Suite 700  
Tampa, FL 33606

*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, Florida Statutes.*

Dated: August 5, 2021.

DocuSigned by:  
Nicholas D. Horner  
605F0362B0284F0...  
NICHOLAS D. HORNER