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FLORIDA LIMITED LIABILITY CO.
Northwest Florida Community Land Trust, LLC

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ARTICLES OF ORGANIZATION
OF
NORTHWEST FLORIDA COMMUNITY LAND TRUST, LLC

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JACOBSON
TALLAHASSEE, FLORIDA

The undersigned, as the authorized representative of the member of this limited liability company formed under the Florida Limited Liability Company Act, Chapter 605, Florida Statutes (2022), adopts the following Articles of Organization for such limited liability company:

1. Name. The name of the Company is Northwest Florida Community Land Trust, LLC (the "Company").

2. Mailing Address. The Company's mailing address and street address of its principal office is:

300A W. Leonard St.
Pensacola FL 32501

3. Registered Agent. The name and street address of the Company's initial registered agent for service of process is:

Robert J. Powell, Esq.
127 Palafox Place, Ste. 200
Pensacola, FL 32502

4. Single Member. This is a single-member limited liability company, and the sole member is Pensacola Habitat for Humanity, Inc.

5. Management. The LLC will be managed by its member.

6. Purpose. The purpose of the Company is to engage in exclusively charitable purposes within the meaning of Section 170(c)(2) and Section 501(c)(3) of the Internal Revenue Code of 1986, as amended. In furtherance of such charitable purposes, the Company will operate in connection with its member, Pensacola Habitat for Humanity, Inc., a Florida not-for-profit corporation. The Company's further purposes are:

a. We undertake our work with the belief that God's love and grace abound for all, and that we must be "hands and feet" of that love and grace in our world. We believe that, through faith, the minuscule can be multiplied to accomplish the magnificent, and that, in faith, respectful relationships can grow among all people.

b. To focus on shelter. We have chosen, as our means of manifesting God's love, to create opportunities for all people to live in decent, durable shelter. We put faith into action by helping to build, renovate or preserve homes, and by partnering with others to

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accelerate and broaden access to affordable housing as a foundation for breaking the cycle of poverty.

c. To advocate for affordable housing. We will advocate for just and fair housing policy to eliminate the constraints that contribute to poverty housing. And, in all of our work, we will seek to put shelter on hearts and minds in such powerful ways that poverty housing becomes socially, politically and religiously unacceptable.

d. To promote dignity and hope. We believe that no one lives in dignity until everyone can live in dignity. We believe that every person has something to contribute and something to gain from creating communities in which all people have decent, affordable places to live. We believe that dignity and hope are best achieved through equitable, accountable partnerships.

e. To support sustainable and transformational development. We view our work as successful when it transforms lives and promotes positive and lasting social, economic and spiritual change within a community; when it is based on mutual trust and fully shared accomplishment; and when it demonstrates responsible stewardship of all resources entrusted to us.

f. To receive, maintain, and accept as assets of the Company, any property, whether real, personal, or mixed, by way of gift, bequest, devise, or purchase from any person, firm, trust, or Company, to be held, administered, and disposed of exclusively for charitable, religious, educational, and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, as amended, and in accordance with and pursuant to the provisions of these Articles of Organization; but no gift, bequest, devise, or purchase of any such property shall be received or made and accepted if it is conditioned or limited in such manner as shall require the disposition of income or principal to any organization other than a "charitable organization" or for any purposes other than "charitable purposes" which would jeopardize the status of the Company as an entity exempt from federal income tax pursuant to the relevant provisions of the Internal Revenue Code, as amended; and

g. To exclusively promote and carry on any other religious, charitable, or educational purposes and activities for which Companies may be organized and operated under the relevant provisions of the Internal Revenue Code, as amended, and under the Florida Limited Liability Company Act.

7. Limitations. The powers and activities of the Company shall be limited as follows:

a. No part of the net earnings of the Company shall inure to the benefit of, or be distributable to any of its members, trustees, directors, officers, or other private persons, except that the Company shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in these Articles of Organization. No substantial part of the activities of the Company shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the

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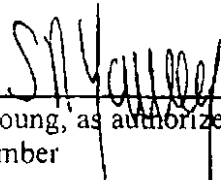
Company shall not participate in, or intervene in any political campaign on behalf of or in opposition to any candidate for public office.

b. Anything contained in these Articles of Organization to the contrary notwithstanding, the Company shall not carry on or otherwise engage in any activities not permitted to be carried on or engaged in by: (i) a Company exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, as amended, or any corresponding section of any future tax code; (ii) a Company, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, as amended, or any corresponding section of any future tax code; or (iii) Pensacola Habitat for Humanity, Inc.

8. Dissolution. In the event of the dissolution and liquidation of this Company, to the extent allowed or permitted under applicable laws, the property and assets of the Company shall be, as determined by the board of directors, distributed to or sold and the proceeds of such sales distributed to: (i) Pensacola Habitat for Humanity, Inc., a Florida corporation, and a corporation exempt from taxation under Section 501(c)(3) of the Internal Revenue Code, as amended; or (ii) any other organization(s) organized and operating for the same purposes for which the Company is organized and operating or any organization(s), foundation(s), fund(s), or corporation(s) organized and operating exclusively for religious, charitable, scientific, educational, or other purposes permitted by Section 501(c)(3) of the Internal Revenue Code, as amended, all of which such organizations, foundations, funds, or corporations shall be exempt under Section 501(c)(3) of the Internal Revenue Code, as amended. In the event that any assets are not disposed of in accordance with the provisions of these articles of organization or that the Company shall fail to act within a reasonable time in the manner provided in these articles, the Circuit Court of Escambia County shall, upon application of one or more persons having a real interest in the Company or its assets, make such distribution(s) as provided in these articles of organization.

9. Powers. Except as provided in these Articles of Organization, the Company shall have all powers necessary or convenient to carry out its purposes, including the powers now or hereafter enumerated in the State of Florida Limited Liability Company Act.

Dated this 1ST day of February, 2023.



Sam Young, as authorized representative for
the member

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CLERK OF COURT
JANESSA L. HARRIS

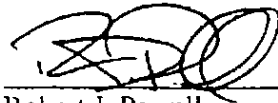
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ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for Northwest Florida Community Land Trust, LLC, at the place designated as the registered office, 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 duties and obligations of my position as registered agent.

Dated this 1st day of February 2023.



Robert J. Powell
127 Palafox Place, Ste. 200
Pensacola, FL 32502
Registered Agent

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