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3/17/23 2:30 PM

**FLORIDA LIMITED LIABILITY CO.
 BIP23QOZF1, LLC**

Certificate of Status	1
Certified Copy	0
Page Count	03
Estimated Charge	\$130.00

FILED
 2023 MAR 17 AM 11:49
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

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**ARTICLES OF ORGANIZATION
OF
BIP23QOZF1, 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 "BIP23QOZF1, LLC".

ARTICLE 2
Effective Date

This Company shall have perpetual existence, commencing on the date that these Articles of Organization are filed with the Florida Department of State.

ARTICLE 3
Principal Office and Mailing Address

The street address of the principal office and the mailing address of the Company are 262 4th Avenue N, St. Petersburg, FL 33701.

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, Florida 33606, and the name of the initial registered agent of this Company at that address is David L. Koche.

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ARTICLE 5
Management of the Company

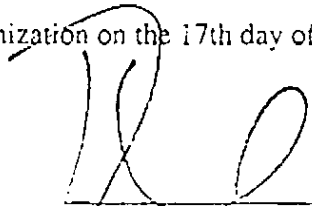
The Company is to be managed by one or more managers and is, therefore, a manager-managed limited liability company within the meaning of the Act. The name and address of the initial manager of the Company are:

Coleman M. Sones
262 4th Avenue N
St. Petersburg, FL 33701

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).

IN WITNESS WHEREOF, the undersigned authorized representative of the members has executed these Articles of Organization on the 17th day of March, 2023.



DAVID L. KOCHÉ, Authorized Representative

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE OF
BIP23QOZF1, 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 "BIP23QOZF1, LLC".
2. The name and address of the registered agent and office are:

David L. Koche
601 Bayshore Boulevard, Suite 700
Tampa, Florida 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: March 17, 2023.



DAVID L. KOCHE