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FLORIDA LIMITED LIABILITY CO.**HP-222054 Panama City QOZB, LLC**

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STATE OF FLORIDA

ARTICLES OF ORGANIZATION OF
HP-222054 Panama City QOZB, LLC

(a Florida limited liability company)

These Articles of Organization of HP-222054 Panama City QOZB, LLC, a Florida limited liability company (the "Company"), dated as of June 12, 2023, are being duly executed and filed by Laura A. Hendee, who is authorized to form a limited liability company under the Florida Revised Limited Liability Company Act (Chapter 605 of Florida Statutes) (the "Act").

ARTICLE I - Name: The name of the limited liability company is:
HP-222054 Panama City QOZB, LLC

ARTICLE II - Address: The principal address and mailing address of the Company is:
101 S. New York Ave., Ste. 211, Winter Park, FL 32789

ARTICLE III - Registered Agent, Registered Office and Registered Agent's Signature:
The Registered Agent and Registered Office for service of process is as follows:

Name: C T Corporation System
Address: 1200 S. Pine Island Rd. Ste. 250, Plantation, FL 33324

Having been named to accept service of process for the Company named above, at the place designated in this certificate, I agree to act in that capacity and to comply with the provisions of the Florida Limited Liability Company Act and all other applicable laws, relative to the proper and complete performance of my duties as registered agent.

C T Corporation System

By: Kathryn A. Widdow
Name: Kathryn A. Widdow
Title: Asst. Secretary

ARTICLE IV - Purpose: The purpose of the Company is to directly and indirectly own and operate one or more "Qualified Opportunity Zone Business" as such term is defined in Section 1400Z-2(d)(3) of the Internal Revenue Code of 1986, as amended, to satisfy the "Qualified Opportunity Zone Business" requirements set forth therein, and to engage in any other lawful act or activity for which a limited liability company may be formed under the Act.

ARTICLE V - Manager: The name and address of the party authorized to manage and control the Company is:

Name: Hillpointe OZ Fund I QOZB Manager, LLC
Address: 101 S. New York Ave., Ste. 211, Winter Park, FL 32789

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization as of the date first above written.

/s/ Laura A. Hendee
Laura A. Hendee, Authorized Representative

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