Electronic Articles of Organization
For
Florida Limited Liability Company

Article I

The name of the Limited Liability Company is:

NORTHFIELD OPPORTUNITY ZONE FUND LLC

Article II

The street address of the principal office of the Limited Liability Company is:

5301 BLUE LAGOON DR
180
MIAMI, FL.   33126

The mailing address of the Limited Liability Company is:

5301 BLUE LAGOON DR
180
MIAMI, FL.   33126

Article III

The name and Florida street address of the registered agent is:

BLUENEST DEVELOPMENT L.L.C.
5301 BLUE LAGOON DR
180
MIAMI, FL.   33126

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.

Registered Agent Signature: ROGER LEHMAN

Article IV

The name and address of person(s) authorized to manage LLC:

    Title: MGR
    KEVIN LEHMAN
    1 BETHEL ST.
    NORWALK, CT. 06855 US

    Title: MGR
    ANTHONY SINCLAIR
    10524 MARGATE TERRACE
    CINCINNATI, OH. 45241 US

    Title: MGR
    CINCINNATI CAPITAL PARTNERS
    10524 MARGATE TERRACE
    CINCINNATI, OH. 45241 US

Signature of member or an authorized representative

Electronic Signature: KEVIN LEHMAN

I am the member or authorized representative submitting these Articles of Organization and affirm that the facts stated herein are true. I am aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S. I understand the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of the LLC and every year thereafter to maintain "active" status.