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**FLORIDA LIMITED LIABILITY CO.
ORANGE BAY OPPORTUNITY FUND II LLC**

Certificate of Status	0
Certified Copy	1
Page Count	02
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T.J.H

11/27/23

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**ARTICLES OF ORGANIZATION
OF
ORANGE BAY OPPORTUNITY FUND II LLC**

The undersigned executes these Articles of Organization of Orange Bay Opportunity Fund II LLC to form a limited liability company pursuant to the Florida Revised Limited Liability Company Act:

ARTICLE I. NAME

The name of the limited liability company is Orange Bay Opportunity Fund II LLC

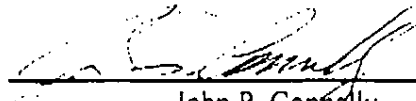
ARTICLE II. ADDRESS

The mailing and street address of the principal office of the limited liability company is 100 Turner Street, Clearwater, Florida 33756.

ARTICLE III. REGISTERED AGENT AND OFFICE

The street address of the initial registered office of the limited liability company is 100 Turner Street, Clearwater, Florida 33756, and the name of the limited liability company's initial registered agent at that address is John P. Connelly.

Having been named 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.



John P. Connelly

ARTICLE IV. MANAGEMENT OF COMPANY

The limited liability company is a manager-managed limited liability company.

ARTICLE V. PURPOSE

The purpose of the limited liability company is to invest as a member in a "qualified opportunity zone business" (as defined in Section 1400Z-2 of the Internal Revenue Code of 1986, as amended) and to engage in other activities incidental or related thereto. The members of the limited liability company intend to cause it to qualify as a "qualified opportunity fund", to cause it to invest in "qualified opportunity zone property," and to cause the "qualified opportunity zone

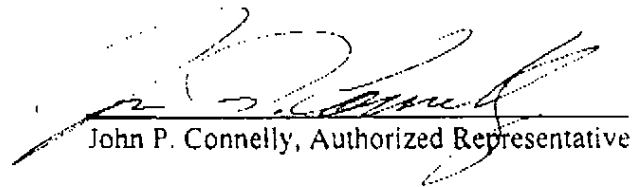
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business" to meet the requirements for a "qualified opportunity zone business" (each as defined in Section 1400Z-2 of the Internal Revenue Code of 1986, as amended). In addition to the foregoing, the limited liability company may engage in any other business permitted under applicable law so long as such activities continue to permit the limited liability company to qualify as a "qualified opportunity fund."

EXECUTED: November 21, 2023


John P. Connelly, Authorized Representative

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