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Alison Lundergan Grimes  
Kentucky Secretary of State  
Received and Filed:  
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275, the undersigned organizer hereby submits the following Articles of Organization to the Office of the Secretary of State for filing:

**ARTICLE 1**

The name of the Company is RiverCity OZ Fund, LLC.

**ARTICLE 2**

The purpose of the Company is to own and / or invest in qualified opportunity zone property, including but not limited to direct ownership of qualified opportunity zone business property and ownership of equity interests in qualified opportunity zone businesses.

**ARTICLE 3**

The street address of the Company's initial registered office in Kentucky is 2960 Fairview Drive, Owensboro, Kentucky, 42303 and the name of the initial registered agent is Crystal Patterson.

**ARTICLE 4**

The mailing address of the Company's initial principal office is 2960 Fairview Drive, Owensboro, Kentucky, 42303.

**ARTICLE 5**

The limited liability company is to be managed by one or more Managers.

**ARTICLE 6**

The affairs of the Company shall be governed by a written Operating Agreement.

VERIFICATION

The statements contained in these Articles of Organization are true and correct.

Crystal M. Patterson  
Crystal M. Patterson

STATE OF KENTUCKY

COUNTY OF DAVIESS

The foregoing was sworn to, verified and acknowledged before me by Crystal M. Patterson  
on this 12<sup>th</sup> day of November, 2018.

Robin Williams Phillips  
Notary Public  
My Commission Expires: 3-14-22

