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AMD

Michael G. Adams
Kentucky Secretary of State
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**AMENDED AND RESTATED ARTICLES
OF
BLACKROCK OZ LLC**

Certificate

1. The undersigned is a Member of Blackrock OZ LLC (the "Company").
2. The Company's Amended and Restated Articles of Organization (the "Restated Articles") are attached as **Annex A** to these Articles of Restatement and contain amendments (the "Amendments") to, and a restatement of, the Company's Articles of Organization requiring member approval.
3. The Restated Articles supersede any previously filed Articles of Organization and all amendments thereto.
4. As contemplated by KRS 275.035, the information required by KRS 275.035(1) and KRS 275.030(4) is as follows:
 - (a) The name of the Company is Blackrock OZ LLC.
 - (b) The Restated Articles (i) delete Articles I through IV; and (ii) replace the deleted Articles in their entirety with Articles I through VIII. The text of the Amendments adopted are set forth in the Restated Articles.
 - (c) The Restated Articles and the Amendments were unanimously approved and adopted by the Company's Members on December 15, 2022.
 - (d) The Restated Articles and the Amendments were duly adopted by the Company's Members in accordance with the provisions of the Company's operating agreement and KRS Chapter 275.

IN WITNESS WHEREOF, the undersigned has signed this certificate on December 15, 2022.

BLACKROCK OZ LLC

By: _____

Herbert W. Perkins III, Member

ANNEX A

AMENDED AND RESTATED ARTICLES OF ORGANIZATION OF BLACKROCK OZ LLC

The undersigned forms a Kentucky limited liability company pursuant to the Kentucky Limited Liability Company Act (the "Act"), KRS Chapter 275, hereby makes, acknowledges, and files the following Articles of Organization:

ARTICLE I NAME

The name of the limited liability company is Blackrock OZ LLC (the "Company").

ARTICLE II INITIAL PRINCIPAL OFFICE

The mailing address of the initial principal office of the Company shall be 12-Z River Hill Road, Louisville, KY 40207.

ARTICLE III DURATION

The Company shall commence its existence on the date these Articles of Organization are filed with the Kentucky Secretary of State. The Company's existence shall be perpetual, save and until its dissolution in accordance with the Act and the company's Operating Agreement.

ARTICLE IV POWERS

The Company shall have all the powers granted to a limited liability company under the laws of the Commonwealth of Kentucky.

ARTICLE V REGISTERED OFFICE AND AGENT

The street address of the Company's initial registered office in the Commonwealth of Kentucky is 12-Z River Hill Road, Louisville, KY 40207. The name of the initial registered agent of the company at that office is Herbert W. Perkins III.

ARTICLE VI MANAGEMENT

The management of the Company is reserved to its members, to be exercised in accordance with the Company's Operating Agreement. The Operating Agreement may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization.

ARTICLE VII STATEMENT OF LIMITED LIABILITY

Except as otherwise provided by Kentucky law, no member, manager, agent, or employee of the Company shall be personally liable for the debts, obligations, or liabilities of the Company, whether arising in contract, tort, or otherwise, or for the acts or omissions of any other member, manager, agent, or employee of the Company.

ARTICLE VIII PURPOSE, RESTRICTIONS ON OPERATIONS

The Company is being organized for purposes of (i) engaging in any lawful acts or activities for which limited liability companies may be formed under the Act; and (ii) operating as a "qualified opportunity zone business" as defined in IRC Section 1400Z-2(d)(3). The Company intends to acquire and substantially improve real property located within a federally designated "qualified opportunity zone" as defined in IRC Section 1400Z-1(a) and use such real property and improvements in the Company's trade or business activities so that such real property and improvements will qualify as "qualified opportunity zone business property" as defined in IRC Section 1400Z-2(d)(D).

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