Karen Johnson Davidson County
Batch# 1036157 CHARTERFGN
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Fees: $7.00 Taxes: $0.00
20230808-0061516

Delaware

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"MTC APARTMENTS MONTAGE, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

"MELROSE II TIC, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

"MELROSE CALIFORNIA INVESTOR, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

"COTTONWOOD-KIRKWOOD LLC", A DELAWARE LIMITED LIABILITY COMPANY,

WITH AND INTO "MELROSE II S TIC, LLC" UNDER THE NAME OF "MELROSE II S TIC, LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE ON THE THIRD DAY OF AUGUST, A.D. 2023, AT 3:43 O`CLOCK P.M.

Jeffrey W. Bullock, Secretary of State

5852622 8100M
SR# 20233161321

Authentication: 203891446
Date: 08-03-23

You may verify this certificate online at corp.delaware.gov/authver.shtml

State of Delaware
Secretary of State
Division of Corporations
Delivered 03:43 PM 08/03/2023
FILED 03:43 PM 08/03/2023
SR 20233161321 - File Number 5852622

CERTIFICATE OF MERGER

OF

MTC Apartments Montage, LLC
(a Delaware limited liability company),

Melrose California Investor, LLC
(a Delaware limited liability company),

Cottonwood-Kirkwood LLC
(a Delaware limited liability company),

AND

Melrose II TIC, LLC
(a Delaware limited liability company),

WITH AND INTO

MELROSE II S TIC, LLC
(a Delaware limited liability company)

Pursuant to Title 6, Section 18-209 of the Delaware Limited Liability Company Act, the undersigned limited liability company has executed this Certificate of Merger:

FIRST: The name of the surviving limited liability company is Melrose II S TIC, LLC, a Delaware limited liability company, and the names of the limited liability companies being merged with and into the surviving limited liability company are MTC Apartments Montage, LLC, a Delaware limited liability company, Melrose California Investor, LLC, a Delaware limited liability company, Cottonwood-Kirkwood LLC, a Delaware limited liability company and Melrose II TIC, LLC, a Delaware limited liability company.

SECOND: An agreement and plan of merger has been approved, adopted, certified, executed and acknowledged by each of the constituent limited liability companies.

THIRD: The name of the surviving limited liability company is Melrose II S TIC, LLC.

FOURTH: The merger is to become effective on the date that this Certificate of Merger is filed with the Delaware Secretary of State.

FIFTH: The agreement and plan of merger is on file at 1245 Brickyard Rd., Suite 250, Salt Lake City, UT 84106, the place of business of the surviving limited liability company.

SIXTH: A copy of the agreement and plan of merger will be furnished by the surviving limited liability company on request, without cost, to any member of the constituent limited liability companies.

IN WITNESS WHEREOF, MELROSE II S TIC, LLC has caused this Certificate of Merger to be signed by an authorized person on this 3rd day of August, 2023.

MELROSE II S TIC, LLC

By: Cottonwood Melrose II, LLC, a Delaware limited liability company

By: Cottonwood Residential O.P., LP, a Delaware limited partnership

By: Cottonwood Communities GP Subsidiary, LLC, a Maryland limited liability company, its general partner

By: Cottonwood Communities, Inc., a Maryland corporation, its sole member

By: _____
Gregg Christensen,
Chief Legal Officer

Tennessee Certification of Electronic Document

I, Alisha White, do hereby make oath that I am a licensed attorney and/or the custodian of the original version of the electronic document tendered for registration herewith and that this electronic document is a true and exact copy of the original document executed and authenticated according to law on August 8, 2023 (date of document).

Alisha White
Affiant Signature

August 8, 2023
Date

State of Utah

County of Salt Lake

Sworn to and subscribed before me this 8th day of August, 2023.

Debra K. Harris
Notary's Signature

MY COMMISSION EXPIRES: 6/29/27

NOTARY'S SEAL

DEBRA K HARRIS
Notary Public State of Utah
My Commission Expires on:
June 29, 2027
Comm. Number: 731854

DEBRA K HARRIS
Notary Public State of Utah
My Commission Expires on:
June 29, 2027
Comm. Number: 731854