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TRUST 1/1

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 09:25 AM 02/08/2019  
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SR 20190831211 - File Number 7273115

**CERTIFICATE OF TRUST OF  
OPENDOOR PROPERTY TRUST I**

This Certificate of Trust (the "Certificate of Trust") of Opendoor Property Trust I (the "Trust") is being duly executed and filed by Wilmington Trust, National Association, as trustee, to form a statutory trust under the Delaware Statutory Trust Act (12 Del. C. § 3801 et seq.) (the "Act").

1. Name. The name of the statutory trust formed hereby is Opendoor Property Trust I.
2. Delaware Trustee. The name and business address of the trustee of the Trust in the State of Delaware is Wilmington Trust, National Association, Rodney Square North, 1100 North Market Street, Wilmington, Delaware 19890-0001.
3. Series. Pursuant to Section 3806(b)(2) of the Act, the Trust may create and issue one or more series of beneficial interests having the rights and preferences set forth in the governing instrument of the Trust, as the same may be amended from time to time (each, a "Series").
4. Notice of Limitation of Liabilities of each Series. Pursuant to Section 3804(a) of the Act, there shall be a limitation on liabilities of each Series such that (a) the debts, liabilities, obligations and expenses incurred, contracted for or otherwise existing with respect to a particular Series shall be enforceable against the assets of such Series only, and not against the assets of the Trust generally or the assets of any other Series thereof, and (b) none of the debts, liabilities, obligations and expenses incurred, contracted for or otherwise existing with respect to the Trust generally or any other Series thereof shall be enforceable against the assets of such Series.
5. Effective Date. This Certificate of Trust shall be effective upon filing.

IN WITNESS WHEREOF, the undersigned, being the trustee of the Trust, has executed this Certificate of Trust in accordance with Section 3811(a)(1) of the Act.

This document was prepared by:  
Jason E. Sito  
Mayer Brown LLP  
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WILMINGTON TRUST, NATIONAL ASSOCIATION,  
not in its individual capacity, but solely as trustee

By:   
Name: Dorri Costello  
Title: Vice President



Filed and Recorded  
Official Public Records  
Judge of Probate, Shelby County Alabama, County  
Clerk  
Shelby County, AL  
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*Allen S. Bayal*