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The reader should not assume that the information is accurate and complete.

UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549  
FORM D

OMB APPROVAL	
OMB Number:	3235-0076
Expires:	August 31, 2015
Estimated average burden hours per response:	4.00

Notice of Exempt Offering of Securities

1. Issuer's Identity

CIK (Filer ID Number)

0001692951

Previous Names  None

Entity Type

Name of Issuer

Cottonwood Communities, Inc.

Corporation

Limited Partnership

Jurisdiction of Incorporation/Organization

MARYLAND

Limited Liability Company

General Partnership

Year of Incorporation/Organization

Over Five Years Ago

Within Last Five Years (Specify Year)

Business Trust

Yet to Be Formed

Other (Specify)

2. Principal Place of Business and Contact Information

Name of Issuer

Cottonwood Communities, Inc.

Street Address 1

1245 BRICKYARD RD.

Street Address 2

SUITE 250

City

SALT LAKE CITY

State/Province/Country

UTAH

ZIP/PostalCode

84106

Phone Number of Issuer

801-278-0700

3. Related Persons

Last Name

Christensen

First Name

Gregg

Middle Name

Street Address 1

1245 BRICKYARD RD., SUITE 250

Street Address 2

City

SALT LAKE CITY

State/Province/Country

UTAH

ZIP/PostalCode

84106

Relationship:  Executive Officer  Director  Promoter

Clarification of Response (if Necessary):

Chief Legal Officer and Secretary

Last Name

Shaeffer

First Name

Daniel

Middle Name

Street Address 1

1245 BRICKYARD RD., SUITE 250

Street Address 2

City

SALT LAKE CITY

State/Province/Country

UTAH

ZIP/PostalCode

84106

Relationship:  Executive Officer  Director  Promoter

Clarification of Response (if Necessary):

Chief Executive Officer

Last Name

Christensen

First Name

Chad

Middle Name

Street Address 1

1245 BRICKYARD RD., SUITE 250

Street Address 2

City

SALT LAKE CITY

State/Province/Country

UTAH

ZIP/PostalCode

84106

Relationship:  Executive Officer  Director  Promoter

Clarification of Response (if Necessary):

Executive Chairman of the Board

---

Last Name	First Name	Middle Name
Cassinis	Enzio	
Street Address 1	Street Address 2	
1245 BRICKYARD RD., SUITE 250		
City	State/Province/Country	ZIP/PostalCode
SALT LAKE CITY	UTAH	84106
Relationship: <input checked="" type="checkbox"/> Executive Officer <input type="checkbox"/> Director <input type="checkbox"/> Promoter		

Clarification of Response (if Necessary):

President

---

Last Name	First Name	Middle Name
Larson	Adam	
Street Address 1	Street Address 2	
1245 BRICKYARD RD., SUITE 250		
City	State/Province/Country	ZIP/PostalCode
SALT LAKE CITY	UTAH	84106
Relationship: <input checked="" type="checkbox"/> Executive Officer <input type="checkbox"/> Director <input type="checkbox"/> Promoter		

Clarification of Response (if Necessary):

Chief Financial Officer

---

Last Name	First Name	Middle Name
Rand	Glenn	
Street Address 1	Street Address 2	
1245 BRICKYARD RD., SUITE 250		
City	State/Province/Country	ZIP/PostalCode
SALT LAKE CITY	UTAH	84106
Relationship: <input checked="" type="checkbox"/> Executive Officer <input type="checkbox"/> Director <input type="checkbox"/> Promoter		

Clarification of Response (if Necessary):

Chief Operating Officer

---

Last Name	First Name	Middle Name
Hallenberg	Susan	
Street Address 1	Street Address 2	
1245 BRICKYARD RD., SUITE 250		
City	State/Province/Country	ZIP/PostalCode
SALT LAKE CITY	UTAH	84106
Relationship: <input checked="" type="checkbox"/> Executive Officer <input type="checkbox"/> Director <input type="checkbox"/> Promoter		

Clarification of Response (if Necessary):

Chief Accounting Officer and Treasurer

---

Last Name	First Name	Middle Name
Hanks	Stan	
Street Address 1	Street Address 2	
1245 BRICKYARD RD., SUITE 250		
City	State/Province/Country	ZIP/PostalCode
SALT LAKE CITY	UTAH	84106
Relationship: <input checked="" type="checkbox"/> Executive Officer <input type="checkbox"/> Director <input type="checkbox"/> Promoter		

Clarification of Response (if Necessary):

Chief Development Officer

---

Last Name	First Name	Middle Name
Marlin	Eric	
Street Address 1	Street Address 2	
1245 BRICKYARD RD., SUITE 250		
City	State/Province/Country	ZIP/PostalCode
SALT LAKE CITY	UTAH	84106

Relationship:  Executive Officer  Director  Promoter

Clarification of Response (if Necessary):

Executive Vice President, Capital Markets

Last Name	First Name	Middle Name
Fredenberg	Paul	
Street Address 1 1245 BRICKYARD RD., SUITE 250	Street Address 2	
City SALT LAKE CITY	State/Province/Country UTAH	ZIP/PostalCode 84106

Relationship:  Executive Officer  Director  Promoter

Clarification of Response (if Necessary):

Chief Investment Officer

Last Name	First Name	Middle Name
Gardner	Jonathan	
Street Address 1 1245 BRICKYARD RD., SUITE 250	Street Address 2	
City SALT LAKE CITY	State/Province/Country UTAH	ZIP/PostalCode 84106

Relationship:  Executive Officer  Director  Promoter

Clarification of Response (if Necessary):

Last Name	First Name	Middle Name
Lunt	John	
Street Address 1 1245 BRICKYARD RD., SUITE 250	Street Address 2	
City SALT LAKE CITY	State/Province/Country UTAH	ZIP/PostalCode 84106

Relationship:  Executive Officer  Director  Promoter

Clarification of Response (if Necessary):

Last Name	First Name	Middle Name
White	Philip	
Street Address 1 1245 BRICKYARD RD., SUITE 250	Street Address 2	
City SALT LAKE CITY	State/Province/Country UTAH	ZIP/PostalCode 84106

Relationship:  Executive Officer  Director  Promoter

Clarification of Response (if Necessary):

#### 4. Industry Group

- |   |   |  |
|---|---|--|
| <input type="checkbox"/> Agriculture  | <input type="checkbox"/> Health Care            | <input type="checkbox"/> Retailing                 |
| <input type="checkbox"/> Banking & Financial Services                                       | <input type="checkbox"/> Biotechnology          | <input type="checkbox"/> Restaurants               |
| <input type="checkbox"/> Commercial Banking   | <input type="checkbox"/> Health Insurance       | Technology   |
| <input type="checkbox"/> Insurance  | <input type="checkbox"/> Hospitals & Physicians | <input type="checkbox"/> Computers                 |
| <input type="checkbox"/> Investing  | <input type="checkbox"/> Pharmaceuticals        | <input type="checkbox"/> Telecommunications        |
| <input type="checkbox"/> Investment Banking   | <input type="checkbox"/> Other Health Care      | <input type="checkbox"/> Other Technology          |
| <input type="checkbox"/> Pooled Investment Fund   | <input type="checkbox"/> Manufacturing          | Travel   |
| Is the issuer registered as an investment company under the Investment Company Act of 1940? | Real Estate                                     | <input type="checkbox"/> Airlines & Airports       |
| <input type="checkbox"/> Yes <input type="checkbox"/> No                                    | <input type="checkbox"/> Commercial             | <input type="checkbox"/> Lodging & Conventions     |
| <input type="checkbox"/> Other Banking & Financial Services                                 | <input type="checkbox"/> Construction           | <input type="checkbox"/> Tourism & Travel Services |
| <input type="checkbox"/> Business Services  | <input type="checkbox"/> REITS & Finance        | <input type="checkbox"/> Other Travel              |
| Energy  | <input checked="" type="checkbox"/> Residential | <input type="checkbox"/> Other                     |

Coal Mining

Other Real Estate

Electric Utilities

Energy Conservation

Environmental Services

Oil & Gas

Other Energy

**5. Issuer Size**

Revenue Range	OR	Aggregate Net Asset Value Range
<input type="checkbox"/> No Revenues		<input type="checkbox"/> No Aggregate Net Asset Value
<input type="checkbox"/> \$1 - \$1,000,000		<input type="checkbox"/> \$1 - \$5,000,000
<input type="checkbox"/> \$1,000,001 - \$5,000,000		<input type="checkbox"/> \$5,000,001 - \$25,000,000
<input type="checkbox"/> \$5,000,001 - \$25,000,000		<input type="checkbox"/> \$25,000,001 - \$50,000,000
<input type="checkbox"/> \$25,000,001 - \$100,000,000		<input type="checkbox"/> \$50,000,001 - \$100,000,000
<input type="checkbox"/> Over \$100,000,000		<input type="checkbox"/> Over \$100,000,000
<input checked="" type="checkbox"/> Decline to Disclose		<input type="checkbox"/> Decline to Disclose
<input type="checkbox"/> Not Applicable		<input type="checkbox"/> Not Applicable

**6. Federal Exemption(s) and Exclusion(s) Claimed (select all that apply)**

<input type="checkbox"/> Rule 504(b)(1) (not (i), (ii) or (iii))	<input checked="" type="checkbox"/> Investment Company Act Section 3(c)	
<input type="checkbox"/> Rule 504 (b)(1)(i)	<input type="checkbox"/> Section 3(c)(1)	<input type="checkbox"/> Section 3(c)(9)
<input type="checkbox"/> Rule 504 (b)(1)(ii)	<input type="checkbox"/> Section 3(c)(2)	<input type="checkbox"/> Section 3(c)(10)
<input type="checkbox"/> Rule 504 (b)(1)(iii)	<input type="checkbox"/> Section 3(c)(3)	<input type="checkbox"/> Section 3(c)(11)
<input type="checkbox"/> Rule 505	<input type="checkbox"/> Section 3(c)(4)	<input type="checkbox"/> Section 3(c)(12)
<input checked="" type="checkbox"/> Rule 506(b)	<input checked="" type="checkbox"/> Section 3(c)(5)	<input type="checkbox"/> Section 3(c)(13)
<input type="checkbox"/> Rule 506(c)	<input type="checkbox"/> Section 3(c)(6)	<input type="checkbox"/> Section 3(c)(14)
<input type="checkbox"/> Securities Act Section 4(a)(5)	<input type="checkbox"/> Section 3(c)(7)	

**7. Type of Filing**

New Notice Date of First Sale 2023-11-13  First Sale Yet to Occur

Amendment

**8. Duration of Offering**

Does the Issuer intend this offering to last more than one year?  Yes  No

**9. Type(s) of Securities Offered (select all that apply)**

<input checked="" type="checkbox"/> Equity	<input type="checkbox"/> Pooled Investment Fund Interests
<input type="checkbox"/> Debt	<input type="checkbox"/> Tenant-in-Common Securities
<input type="checkbox"/> Option, Warrant or Other Right to Acquire Another Security	<input type="checkbox"/> Mineral Property Securities
<input type="checkbox"/> Security to be Acquired Upon Exercise of Option, Warrant or Other Right to Acquire Security	<input type="checkbox"/> Other (describe)

**10. Business Combination Transaction**

Is this offering being made in connection with a business combination transaction, such as a merger, acquisition or exchange offer?  Yes  No

Clarification of Response (if Necessary):

**11. Minimum Investment**

Minimum investment accepted from any outside investor \$25,000 USD

**12. Sales Compensation**

Recipient

Arkadios Capital

(Associated) Broker or Dealer  None

None

Street Address 1

2827 Peachtree Rd NE

City

Atlanta

State(s) of Solicitation (select all that apply)  
Check "All States" or check individual States  All States

Recipient CRD Number  None

282710

(Associated) Broker or Dealer CRD Number  None

None

Street Address 2

Suite 510

State/Province/Country

GEORGIA

ZIP/Postal Code

30305

Foreign/non-US

Recipient

Berthel, Fisher & Company Financial Services, Inc.

(Associated) Broker or Dealer  None

None

Street Address 1

4201 42nd Street NE

City

Cedar Rapids

State(s) of Solicitation (select all that apply)  
Check "All States" or check individual States  All States

Recipient CRD Number  None

13609

(Associated) Broker or Dealer CRD Number  None

None

Street Address 2

Suite 100

State/Province/Country

IOWA

ZIP/Postal Code

52402

Foreign/non-US

DELAWARE
HAWAII
TEXAS
MASSACHUSETTS
MARYLAND
IOWA
MAINE
IDAHO
MICHIGAN
UTAH
MINNESOTA
MISSOURI
ILLINOIS
INDIANA
MISSISSIPPI
MONTANA
ALASKA
ALABAMA
VIRGINIA
ARKANSAS
NORTH CAROLINA
NORTH DAKOTA
NEBRASKA
RHODE ISLAND
ARIZONA
NEW HAMPSHIRE
NEW JERSEY
VERMONT
NEW MEXICO
FLORIDA
NEVADA
WASHINGTON
NEW YORK
SOUTH CAROLINA
SOUTH DAKOTA
WISCONSIN
OHIO
GEORGIA
OKLAHOMA

CALIFORNIA
WEST VIRGINIA
WYOMING
OREGON
KANSAS
COLORADO
KENTUCKY
CONNECTICUT
PENNSYLVANIA
LOUISIANA
TENNESSEE
DISTRICT OF COLUMBIA

Recipient  
 Cambridge Investment Research Inc  
 (Associated) Broker or Dealer  None  
 None  
 Street Address 1  
 1776 Pleasant Plain Rd  
 City  
 Fairfield  
 State(s) of Solicitation (select all that apply)  
 Check "All States" or check individual States  All States

Recipient CRD Number  None  
 39543  
 (Associated) Broker or Dealer CRD Number  None  
 None  
 Street Address 2  
 State/Province/Country  
 IOWA  
 ZIP/Postal Code  
 52556-8757  
 Foreign/non-US

Recipient  
 Centaurus Financial, Inc  
 (Associated) Broker or Dealer  None  
 None  
 Street Address 1  
 2300 E. Katella Avenue  
 City  
 Anaheim  
 State(s) of Solicitation (select all that apply)  
 Check "All States" or check individual States  All States

Recipient CRD Number  None  
 30833  
 (Associated) Broker or Dealer CRD Number  None  
 None  
 Street Address 2  
 Suite No. 200  
 State/Province/Country  
 CALIFORNIA  
 ZIP/Postal Code  
 92806  
 Foreign/non-US

Recipient  
 Concorde Investment Services, LLC  
 (Associated) Broker or Dealer  None  
 None  
 Street Address 1  
 3909 Research Park Drive  
 City  
 Ann Arbor  
 State(s) of Solicitation (select all that apply)  
 Check "All States" or check individual States  All States

Recipient CRD Number  None  
 151604  
 (Associated) Broker or Dealer CRD Number  None  
 None  
 Street Address 2  
 Suite 200  
 State/Province/Country  
 MICHIGAN  
 ZIP/Postal Code  
 48108  
 Foreign/non-US

DELAWARE
HAWAII
TEXAS
MASSACHUSETTS
MARYLAND
IOWA
MAINE
IDAHO
MICHIGAN
UTAH
MINNESOTA
MISSOURI
ILLINOIS
INDIANA
MISSISSIPPI

MONTANA
ALASKA
ALABAMA
VIRGINIA
ARKANSAS
NORTH CAROLINA
NORTH DAKOTA
NEBRASKA
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VERMONT
NEW MEXICO
FLORIDA
NEVADA
WASHINGTON
NEW YORK
SOUTH CAROLINA
SOUTH DAKOTA
WISCONSIN
OHIO
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WEST VIRGINIA
WYOMING
OREGON
KANSAS
COLORADO
KENTUCKY
CONNECTICUT
PENNSYLVANIA
LOUISIANA
TENNESSEE
DISTRICT OF COLUMBIA

Recipient

Charles Roy Bigbie III

(Associated) Broker or Dealer  None

Geneos Wealth Management, Inc.

Street Address 1

7233 S 85th E Avenue

City

Tulsa

State(s) of Solicitation (select all that apply)  All States  
 Check "All States" or check individual States

DELAWARE
MISSOURI
ILLINOIS
TEXAS
FLORIDA
MISSISSIPPI
KANSAS
COLORADO
SOUTH CAROLINA
ARKANSAS
WISCONSIN
NORTH CAROLINA
NORTH DAKOTA

Recipient CRD Number  None

1158301

(Associated) Broker or Dealer CRD Number  None

120894

Street Address 2

Suite No. 400

State/Province/Country

OKLAHOMA

ZIP/Postal Code

74133

Foreign/non-US

ARIZONA
OHIO
GEORGIA
TENNESSEE
MICHIGAN
OKLAHOMA
CALIFORNIA

Recipient  
[Independent Financial Group, LLC](#)  
 (Associated) Broker or Dealer  None  
 None  
 Street Address 1  
[12671 High Bluff Drive](#)  
 City  
[San Diego](#)  
 State(s) of Solicitation (select all that apply)  
 Check "All States" or check individual States  All States

Recipient CRD Number  None  
[7717](#)  
 (Associated) Broker or Dealer CRD Number  None  
 None  
 Street Address 2  
[Suite 200](#)  
 State/Province/Country  
[CALIFORNIA](#)  
 Foreign/non-US

ZIP/Postal Code  
[92130](#)

Recipient  
[Madison Avenue Securities, LLC](#)  
 (Associated) Broker or Dealer  None  
 None  
 Street Address 1  
[13500 Evening Creek Dr N](#)  
 City  
[San Diego](#)  
 State(s) of Solicitation (select all that apply)  
 Check "All States" or check individual States  All States

Recipient CRD Number  None  
[23224](#)  
 (Associated) Broker or Dealer CRD Number  None  
 None  
 Street Address 2  
[No. 555](#)  
 State/Province/Country  
[CALIFORNIA](#)  
 Foreign/non-US

ZIP/Postal Code  
[92128](#)

Recipient  
[Nationwide Planning Associates Inc.](#)  
 (Associated) Broker or Dealer  None  
 None  
 Street Address 1  
[32-16 Broadway Ave, 2nd Floor](#)  
 City  
[Fair Lawn](#)  
 State(s) of Solicitation (select all that apply)  
 Check "All States" or check individual States  All States

Recipient CRD Number  None  
[31029](#)  
 (Associated) Broker or Dealer CRD Number  None  
 None  
 Street Address 2  
  
 State/Province/Country  
[NEW JERSEY](#)  
 Foreign/non-US

ZIP/Postal Code  
[07410](#)

DELAWARE
HAWAII
PUERTO RICO
TEXAS
FLORIDA
NEVADA
WASHINGTON
NEW YORK
SOUTH CAROLINA
SOUTH DAKOTA
WISCONSIN
MASSACHUSETTS
MARYLAND
IOWA
MAINE
OHIO
GEORGIA
IDAHO
MICHIGAN
OKLAHOMA

CALIFORNIA
UTAH
MINNESOTA
WYOMING
ILLINOIS
OREGON
INDIANA
MISSISSIPPI
KANSAS
ALABAMA
VIRGINIA
COLORADO
KENTUCKY
ARKANSAS
CONNECTICUT
PENNSYLVANIA
LOUISIANA
NORTH CAROLINA
NORTH DAKOTA
NEBRASKA
RHODE ISLAND
ARIZONA
NEW HAMPSHIRE
TENNESSEE
NEW JERSEY
VERMONT
DISTRICT OF COLUMBIA
NEW MEXICO

Recipient

Glenn William Fiocca

(Associated) Broker or Dealer  None

Newbridge Securities Corporation

Street Address 1

6800 Jericho Turnpike

City

Syosset

State(s) of Solicitation (select all that apply)  
 Check "All States" or check individual States  All States

DELAWARE
PUERTO RICO
TEXAS
FLORIDA
WASHINGTON
NEW YORK
SOUTH CAROLINA
SOUTH DAKOTA
WISCONSIN
MASSACHUSETTS
MARYLAND
IOWA
OHIO
GEORGIA
IDAHO
MICHIGAN
OKLAHOMA
CALIFORNIA
UTAH
WEST VIRGINIA
MISSOURI

Recipient CRD Number  None

2566013

(Associated) Broker or Dealer CRD Number  None

104065

Street Address 2

Suite 118E

State/Province/Country

NEW YORK

ZIP/Postal Code

11791

Foreign/non-US

ILLINOIS
OREGON
INDIANA
KANSAS
VIRGINIA
COLORADO
ARKANSAS
CONNECTICUT
PENNSYLVANIA
NORTH CAROLINA
NORTH DAKOTA
NEBRASKA
NEW HAMPSHIRE
TENNESSEE
NEW JERSEY
VERMONT
DISTRICT OF COLUMBIA

Recipient

Richard M Benedetti

(Associated) Broker or Dealer  None

Newbridge Securities Corporation

Street Address 1

6800 Jericho Turnpike

City

Syosset

State(s) of Solicitation (select all that apply)  
 Check "All States" or check individual States  All States

MINNESOTA
ILLINOIS
OREGON
TEXAS
INDIANA
FLORIDA
WASHINGTON
NEW YORK
VIRGINIA
COLORADO
SOUTH CAROLINA
CONNECTICUT
LOUISIANA
IOWA
OHIO
GEORGIA
IDAHO
MICHIGAN
CALIFORNIA
NEW MEXICO

Recipient CRD Number  None

4779697

(Associated) Broker or Dealer CRD Number  None

104065

Street Address 2

Suite 118E

State/Province/Country

NEW YORK

ZIP/Postal Code

11791

Foreign/non-US

Recipient

Eric Richard Marlin

(Associated) Broker or Dealer  None

Orchard Securities, LLC

Street Address 1

514 Via De La valle

City

Solana Beach

State(s) of Solicitation (select all that apply)  
 Check "All States" or check individual States  All States

Recipient CRD Number  None

3256243

(Associated) Broker or Dealer CRD Number  None

133378

Street Address 2

Suite 300-B

State/Province/Country

CALIFORNIA

ZIP/Postal Code

92075

Foreign/non-US

DELAWARE
HAWAII
TEXAS
MASSACHUSETTS
MARYLAND
IOWA
MAINE
IDAHO
MICHIGAN
UTAH
MINNESOTA
MISSOURI
ILLINOIS
INDIANA
MISSISSIPPI
MONTANA
ALASKA
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KANSAS
COLORADO
KENTUCKY
CONNECTICUT
PENNSYLVANIA
LOUISIANA
TENNESSEE
DISTRICT OF COLUMBIA

Recipient

Michelle Rebecca Langer

(Associated) Broker or Dealer  None

Orchard Securities, LLC

Street Address 1

514 Via De La Valle

City

Solana Beach

Recipient CRD Number  None

5048331

(Associated) Broker or Dealer CRD Number  None

133378

Street Address 2

Suite 300-B

State/Province/Country

CALIFORNIA

ZIP/Postal Code

92075

State(s) of Solicitation (select all that apply)  
Check "All States" or check individual States  All States

Foreign/non-US

DELAWARE
HAWAII
TEXAS
MASSACHUSETTS
MARYLAND
IOWA
MAINE
IDAHO
MICHIGAN
UTAH
MINNESOTA
MISSOURI
ILLINOIS
INDIANA
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NORTH DAKOTA
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OREGON
KANSAS
COLORADO
KENTUCKY
CONNECTICUT
PENNSYLVANIA
LOUISIANA
TENNESSEE
DISTRICT OF COLUMBIA

Recipient

Saul Damien Santoscoy-Dougherty

(Associated) Broker or Dealer  None

Orchard Securities, LLC

Street Address 1

514 Via De La Valle

City

Recipient CRD Number  None

3269304

(Associated) Broker or Dealer CRD Number  None

133378

Street Address 2

Suite 300-B

State/Province/Country

ZIP/Postal Code

State(s) of Solicitation (select all that apply)  All States  
Check "All States" or check individual States

Foreign/non-US

- HAWAII
- TEXAS
- NEVADA
- ARIZONA
- CALIFORNIA
- NEW MEXICO
- UTAH

Recipient

Raymond Cripps De Witt Jr.

(Associated) Broker or Dealer  None

Realty Equities, Inc.

Street Address 1

392 E Winchester

City

Murray

State(s) of Solicitation (select all that apply)  All States  
Check "All States" or check individual States

- WYOMING
- OREGON
- TEXAS
- INDIANA
- FLORIDA
- NEVADA
- WASHINGTON
- COLORADO
- MASSACHUSETTS
- ARIZONA
- OHIO
- GEORGIA
- TENNESSEE
- IDAHO
- NEW JERSEY
- CALIFORNIA
- UTAH

Recipient CRD Number  None

2894063

(Associated) Broker or Dealer CRD Number  None

23769

Street Address 2

No. 110

State/Province/Country

UTAH

ZIP/Postal Code

84107

Recipient

Reed Michael O'Brien

(Associated) Broker or Dealer  None

Realty Equities, Inc.

Street Address 1

1853 William Penn Way

City

Lancaster

State(s) of Solicitation (select all that apply)  All States  
Check "All States" or check individual States

- PENNSYLVANIA

Recipient CRD Number  None

2123928

(Associated) Broker or Dealer CRD Number  None

23769

Street Address 2

Suite 19

State/Province/Country

PENNSYLVANIA

ZIP/Postal Code

17601

Recipient

Thomas Samuel Lisk

(Associated) Broker or Dealer  None

Realty Equities, Inc.

Street Address 1

951 Cumberland Street

City

Bristol

Recipient CRD Number  None

5010650

(Associated) Broker or Dealer CRD Number  None

23769

Street Address 2

State/Province/Country

VIRGINIA

ZIP/Postal Code

24201

State(s) of Solicitation (select all that apply)  
Check "All States" or check individual States  All States

Foreign/non-US

TEXAS
NORTH CAROLINA
FLORIDA
TENNESSEE
VIRGINIA
COLORADO
WEST VIRGINIA

Recipient

Jack Robert Thacker Jr.

(Associated) Broker or Dealer  None

Realta Equities, Inc.

Street Address 1

951 Cumberland Street

City

Bristol

State(s) of Solicitation (select all that apply)  
Check "All States" or check individual States  All States

SOUTH CAROLINA
TEXAS
NORTH CAROLINA
FLORIDA
MAINE
GEORGIA
TENNESSEE
VIRGINIA
CALIFORNIA
KENTUCKY
WEST VIRGINIA

Recipient CRD Number  None

2754773

(Associated) Broker or Dealer CRD Number  None

23769

Street Address 2

State/Province/Country

VIRGINIA

ZIP/Postal Code

24201

Recipient

Amy White Widener

(Associated) Broker or Dealer  None

Realta Equities, Inc.

Street Address 1

951 Cumberland Street

City

Bristol

State(s) of Solicitation (select all that apply)  
Check "All States" or check individual States  All States

TEXAS
NORTH CAROLINA
FLORIDA
GEORGIA
TENNESSEE
VIRGINIA
COLORADO
KENTUCKY
WEST VIRGINIA

Recipient CRD Number  None

3111888

(Associated) Broker or Dealer CRD Number  None

23769

Street Address 2

State/Province/Country

VIRGINIA

ZIP/Postal Code

24201

Recipient

Cheryl Lyn Knight

(Associated) Broker or Dealer  None

The Strategic Financial Alliance, Inc.

Street Address 1

26632 Towne Centre Drive

City

Recipient CRD Number  None

1854248

(Associated) Broker or Dealer CRD Number  None

126514

Street Address 2

Suite 300

State/Province/Country

ZIP/Postal Code

State(s) of Solicitation (select all that apply)  
Check "All States" or check individual States  All States

Foreign/non-US

- MISSOURI
- ILLINOIS
- OREGON
- TEXAS
- INDIANA
- FLORIDA
- MISSISSIPPI
- NEVADA
- WASHINGTON
- ALABAMA
- NEW YORK
- COLORADO
- SOUTH CAROLINA
- ARIZONA
- OHIO
- GEORGIA
- NEW HAMPSHIRE
- IDAHO
- NEW JERSEY
- OKLAHOMA
- CALIFORNIA

Recipient

Kevin William Cassidy

(Associated) Broker or Dealer  None

The Strategic Financial Alliance, Inc.

Street Address 1

330 Sunrise Hwy

City

Rockville Centre

State(s) of Solicitation (select all that apply)  
Check "All States" or check individual States  All States

- SOUTH CAROLINA
- CONNECTICUT
- PENNSYLVANIA
- OREGON
- NORTH CAROLINA
- FLORIDA
- ARIZONA
- NEW YORK
- NEW JERSEY

Recipient CRD Number  None

3208815

(Associated) Broker or Dealer CRD Number  None

126514

Street Address 2

Suite 110

State/Province/Country

NEW YORK

ZIP/Postal Code

11570

Recipient

Jason Rocco D'Amelio

(Associated) Broker or Dealer  None

The Strategic Financial Alliance, Inc.

Street Address 1

330 Sunrise Hwy

City

Rockville Centre

State(s) of Solicitation (select all that apply)  
Check "All States" or check individual States  All States

- SOUTH CAROLINA
- DELAWARE
- PENNSYLVANIA
- LOUISIANA

Recipient CRD Number  None

4495800

(Associated) Broker or Dealer CRD Number  None

126514

Street Address 2

Suite 110

State/Province/Country

NEW YORK

ZIP/Postal Code

11570

NORTH CAROLINA
FLORIDA
ARIZONA
OHIO
GEORGIA
NEW HAMPSHIRE
NEW YORK
NEW JERSEY

Recipient

Shane Harold Siederman

(Associated) Broker or Dealer  None

The Strategic Financial Alliance, Inc.

Street Address 1

330 Sunrise Hwy

City

Rockville Centre

State(s) of Solicitation (select all that apply)  
 Check "All States" or check individual States  All States

DELAWARE
FLORIDA
NEW YORK
SOUTH CAROLINA
CONNECTICUT
PENNSYLVANIA
LOUISIANA
NORTH CAROLINA
ARIZONA
OHIO
GEORGIA
NEW HAMPSHIRE
IDAHO
NEW JERSEY
VERMONT

Recipient CRD Number  None

2563921

(Associated) Broker or Dealer CRD Number  None

126514

Street Address 2

Suite 110

State/Province/Country

NEW YORK

ZIP/Postal Code

11570

Foreign/non-US

Recipient

Warren D Prehmus

(Associated) Broker or Dealer  None

The Strategic Financial Alliance, Inc.

Street Address 1

3930 East Jones Bridge Road

City

Peachtree Corners

State(s) of Solicitation (select all that apply)  
 Check "All States" or check individual States  All States

ILLINOIS
OREGON
TEXAS
INDIANA
FLORIDA
KANSAS
NEVADA
ALABAMA
NEW YORK
VIRGINIA
COLORADO
KENTUCKY
SOUTH CAROLINA
WISCONSIN

Recipient CRD Number  None

1875927

(Associated) Broker or Dealer CRD Number  None

126514

Street Address 2

175

State/Province/Country

GEORGIA

ZIP/Postal Code

30092

Foreign/non-US

LOUISIANA
NORTH CAROLINA
MARYLAND
OHIO
GEORGIA
TENNESSEE
MICHIGAN
CALIFORNIA
VERMONT

### 13. Offering and Sales Amounts

Total Offering Amount \$150,000,000 USD or  Indefinite

Total Amount Sold \$37,234,453 USD

Total Remaining to be Sold \$112,765,547 USD or  Indefinite

Clarification of Response (if Necessary):

### 14. Investors

Select if securities in the offering have been or may be sold to persons who do not qualify as accredited investors, and enter the number of such non-accredited investors who already have invested in the offering.

Regardless of whether securities in the offering have been or may be sold to persons who do not qualify as accredited investors, enter the total number of investors who already have invested in the offering:

### 15. Sales Commissions & Finder's Fees Expenses

Provide separately the amounts of sales commissions and finders fees expenses, if any. If the amount of an expenditure is not known, provide an estimate and check the box next to the amount.

Sales Commissions \$3,116,566 USD  Estimate

Finders' Fees \$0 USD  Estimate

Clarification of Response (if Necessary):

### 16. Use of Proceeds

Provide the amount of the gross proceeds of the offering that has been or is proposed to be used for payments to any of the persons required to be named as executive officers, directors or promoters in response to Item 3 above. If the amount is unknown, provide an estimate and check the box next to the amount.

\$0 USD  Estimate

Clarification of Response (if Necessary):

### Signature and Submission

Please verify the information you have entered and review the Terms of Submission below before signing and clicking SUBMIT below to file this notice.

#### Terms of Submission

In submitting this notice, each issuer named above is:

- Notifying the SEC and/or each State in which this notice is filed of the offering of securities described and undertaking to furnish them, upon written request, in the accordance with applicable law, the information furnished to offerees.\*
- Irrevocably appointing each of the Secretary of the SEC and, the Securities Administrator or other legally designated officer of the State in which the issuer maintains its principal place of business and any State in which this notice is filed, as its agents for service of process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, or arbitration brought against it in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration (a) arises out of any activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statutes, or (ii) the laws of the State in which the issuer maintains its principal place of business or any State in which this notice is filed.
- Certifying that, if the issuer is claiming a Regulation D exemption for the offering, the issuer is not disqualified from relying on Regulation D for one of the reasons stated in Rule 505(b)(2)(iii) or Rule 506(d).

Each Issuer identified above has read this notice, knows the contents to be true, and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

For signature, type in the signer's name or other letters or characters adopted or authorized as the signer's signature.

Issuer	Signature	Name of Signer	Title	Date
Cottonwood Communities, Inc.	/s/ Adam Larson	Adam Larson	Chief Financial Officer	2024-09-24

*Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.*

\* This undertaking does not affect any limits Section 102(a) of the National Securities Markets Improvement Act of 1996 ("NSMIA") [Pub. L. No. 104-290, 110 Stat. 3416 (Oct. 11, 1996)] imposes on the ability of States to require information. As a result, if the securities that are the subject of this Form D are "covered securities" for purposes of NSMIA, whether in all instances or due to the nature of the offering that is the subject of this Form D, States cannot routinely require offering materials under this undertaking or otherwise and can require offering materials only to the extent NSMIA permits them to do so under NSMIA's preservation of their anti-fraud authority.

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