

L07000010773

Florida Department of State  
Division of Corporations  
Public Access System

## Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H07000025345 3)))



H070000253453ABC-

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

## To:

Division of Corporations  
Fax Number : (850) 205-0383

## From:

Account Name : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
Phone : (305) 634-3694  
Fax Number : (305) 633-9696

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2001 JAN 29 A 9:37

FILED

## FLORIDA/FOREIGN LIMITED LIABILITY CO.

## MAGNOLIA HOLDINGS OF CELEBRATION, LLC

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$155.00

AL

Electronic Filing Menu

Corporate Filing Menu

Help

RECEIVED

07 JAN 29 PM 2:57

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

407000025345

(4)

**ARTICLES OF ORGANIZATION FOR FLORIDA  
LIMITED LIABILITY COMPANY**

Date: January 25, 2007

**ARTICLE I - NAME:**

The name of the Limited Liability Company is:

**MAGNOLIA HOLDINGS OF CELEBRATION, LLC**

**ARTICLE II - ADDRESS:**

The mailing address and street address of the principal office of the  
Limited Liability Company is:

500 SOUTH DIXIE HIGHWAY, SUITE 301  
CORAL GABLES, FL 33146

**ARTICLE III - REGISTERED AGENT, REGISTERED OFFICE, &  
REGISTERED AGENT'S SIGNATURE:**

The name and the Florida street address of the registered agent are:

TORRE HOLDINGS, LLC

Name

500 SOUTH DIXIE HIGHWAY, SUITE 301

Florida Street Address

CORAL GABLES, FLORIDA

City, State, and Zip

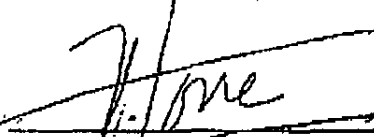
-continued-

407000025345

FILED  
2001 JAN 29 A 9:37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.

TORRE HOLDINGS, LLC

  
VENANCIO TORRE, Authorized Representative  
Registered Agent's Signature

FILED  
2001 JAN 29 A 9:37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

#### ARTICLE IV - MANAGEMENT

The Limited Liability Company is to be considered a multiple manager LLC and is therefore a MULTIPLE MANAGER LLC company.  
The Initial MANAGERS are as follows:

<u>Title:</u>	<u>Name and Address:</u>
Member Manager	TORRE HOLDINGS, LLC 500 S. DIXIE HIGHWAY, SUITE 301 CORAL GABLES, FL 33146
Member Manager	ANDREW LA ROSA 500 S. DIXIE HIGHWAY, SUITE 301 CORAL GABLES, FL 33146
Member	JOSEPH LA ROSA 500 S. DIXIE HIGHWAY, SUITE 301 CORAL GABLES, FL 33146

-continued-

H07000025345

Member

MICHAEL LA ROSA  
500 S. DIXIE HIGHWAY, SUITE 301  
CORAL GABLES, FL 33146

2007 JAN 29 A 0371  
SECRETARY OF STATE  
TALLAHASSEE, FL 32399

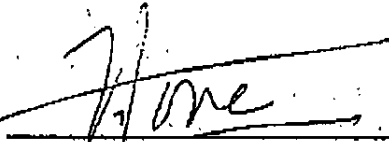
FILED

#### ARTICLE V BUSINESS DEDUCTIONS

Per IRS regulations the corporation may pay and deduct the health insurance and medical expenses of its directors and employees. Additionally, business travel expenses may be reimbursed to directors and employees and thus deducted from current operations.

#### ARTICLE VI - EFFECTIVE DATE

The effective date of the Limited Liability Company shall be: January 26, 2007



Signature of member or an authorized representative of a member

In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true

TORRE HOLDINGS, LLC



VENANCIO TORRE, Authorized Representative  
Member/Manager of LLC

January 25, 2007

H07000025345