

Foley & Lander
Requester's Name

attn: Elaine

Address

City/State/Zip Phone #
222-6100

LD100000184116

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Magnolia Gardens Development LLC
(Corporation Name) (Document #)

2. (Corporation Name) (Document #)

800004635158--3
-10/15/01--01001--017
***155.00 ***155.00

3. (Corporation Name) (Document #)

W01-23767
(Corporation Name) (Document #)

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CLERK OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

☐ Walk in
☐ Mail out

☐ Pick up time
☐ Will wait

☐ Photocopy

☒ Certified Copy
☐ Certificate of Status

NEW FILINGS

- ☐ Profit
- ☐ Not for Profit
- ☒ Limited Liability
- ☒ Domestication
- ☐ Other

OTHER FILINGS

- ☐ Annual Report
- ☐ Fictitious Name

AMENDMENTS

- ☐ Amendment
- ☐ Resignation of R.A., Officer/Director
- ☐ Change of Registered Agent
- ☐ Dissolution/Withdrawal
- ☐ Merger

REGISTRATION/QUALIFICATION

- ☐ Foreign
- ☐ Limited Partnership
- ☐ Reinstatement
- ☐ Trademark
- ☐ Other

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AMENDED
FILED

Examiner's Initials
JP 10-25-01



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

October 15, 2001

FOLEY & LARDNER
ATTN: ELAINE

SUBJECT: MAGNOLIA GARDENS DEVELOPMENT COMPANY, LLC
Ref. Number: W01000023767

We have received your document for MAGNOLIA GARDENS DEVELOPMENT COMPANY, LLC and your check(s) totaling \$155.00. However, the enclosed document has not been filed and is being returned for the following:

The registered agent must sign accepting the designation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6025.

Trevor Brumbley
Document Specialist

Letter Number: 101A00056947

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**ARTICLES OF ORGANIZATION
OF
MAGNOLIA GARDENS DEVELOPMENT COMPANY, LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization:

ARTICLE I -- NAME

The name of the limited liability company shall be MAGNOLIA GARDENS DEVELOPMENT COMPANY, LLC (the "Company").

ARTICLE II -- DURATION


The Company shall commence its existence on the date these Articles of Organization are filed with the Florida Department of State. The Company's existence shall be perpetual, unless otherwise dissolved as provided in these Articles of Organization.

ARTICLE III -- PRINCIPAL OFFICE

The street address and mailing address of the principal office of the Company shall be 106 East College Avenue, Suite 900, Tallahassee, Florida 32301.

ARTICLE IV -- INITIAL REGISTERED AGENT

The mailing and street address of the office of the initial registered agent of the Company in the State of Florida is:


F&L Corp.
200 Laura Street
Jacksonville, FL 32202

**ARTICLE V -- ADMISSION OF NEW MEMBERS AND
TRANSFERABILITY OF INTERESTS**

No additional members shall be admitted to the Company without first obtaining the unanimous written consent of all the then existing members of the Company, which consent shall be on such terms and conditions as shall be determined by all such then existing members. A member may transfer his, her or its interest in the Company as set forth in the regulations of the Company; provided that such transferee shall have no right to participate in the management of the business and affairs of the Company or become a member of the Company unless all the other members of the Company, other than the member proposing to transfer such interest, approve of the proposed transfer by unanimous written consent.

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APPROVED
AND
FILED

ARTICLE VI -- TERMINATION OF EXISTENCE

The Company shall be dissolved on the death, retirement, resignation, expulsion bankruptcy, or dissolution of a member or on the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the Company is continued by the unanimous consent of all the remaining members within ninety (90) days after the occurrence of such event.

ARTICLE VII -- MANAGEMENT

The Company shall be managed by one or more of its members in accordance with regulations adopted by the members for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The name and address of the initial Managing Member of the Company is:

Frederick L. Bateman, Jr.
106 East College Avenue
Suite 900
Tallahassee, FL 32301

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization at Tallahassee, Florida, on this 12th day of October, 2001.

ORGANIZER



Frederick L. Bateman, Jr.

01 OCT 24 AM 9:29
SECRETARY OF STATE
TALLAHASSEE, FL 32301

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AND
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**CERTIFICATION OF DESIGNATION OF
REGISTERED AGENT AND REGISTERED OFFICE**

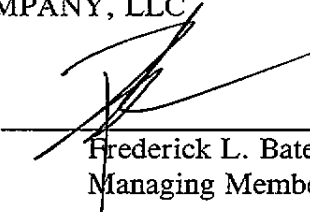
Pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned limited liability company, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida:

1. The name of the limited liability company is MAGNOLIA GARDENS DEVELOPMENT COMPANY, LLC.
2. The name and address of the registered agent and office is:

F & L Corp.
200 Laura Street
Jacksonville, FL 32202

DATED: October 12, 2001.

MAGNOLIA GARDENS DEVELOPMENT
COMPANY, LLC

By: 
Frederick L. Bateman, Jr.
Managing Member

01 OCT 24 AM 9:29
STATE OF FLORIDA
SECRETARY OF STATE

APPROVED
AND
FILED

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, THE UNDERSIGNED HEREBY ACCEPTS THE APPOINTMENT AS REGISTERED AGENT AND AGREES TO ACT IN THIS CAPACITY. THE UNDERSIGNED FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF ITS DUTIES AND IS FAMILIAR WITH AND ACCEPTS THE OBLIGATIONS OF ITS POSITION AS REGISTERED AGENT.

By: 
Thomas J. Maida

DATE: October 23, 2001