

L02000009655



ACCOUNT NO. : 072100000032

REFERENCE : 542116 9029A

AUTHORIZATION :

Patricia Pajaro

COST LIMIT : \$ 155.00

ORDER DATE : April 23, 2002

ORDER TIME : 11:33 AM

ORDER NO. : 542116-005

CUSTOMER NO: 9029A

CUSTOMER: Ms. Lorraine Vanella
Frank Weinberg & Black, Pl

7805 Sw 6th Court

Plantation, FL 33324

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

DOMESTIC FILING

NAME: MAGNOLIA ENERGY, L.L.C.

EFFECTIVE DATE:

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ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

Name	Availability
Document	Examiner
Updater	Verifyer
Acknowledgement	W. P. Verifyer

XX CERTIFIED COPY
PLAIN STAMPED COPY
DCC CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder - EXT. 1118

EXAMINER'S INITIALS:

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TALLAHASSEE, FLORIDA

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4 pages

ARTICLES OF ORGANIZATION

OF

MAGNOLIA ENERGY, L.L.C.

ARTICLE I

NAME

The name of the Limited Liability Company is: MAGNOLIA ENERGY, L.L.C.

ARTICLE II

PRINCIPAL OFFICE AND MAILING ADDRESS

The mailing address and the street address of the principal address of the Limited Liability Company is: 9000 Sheridan Street, #136, Pembroke Fl 33024.

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ARTICLE III

INITIAL REGISTERED AGENT AND OFFICE

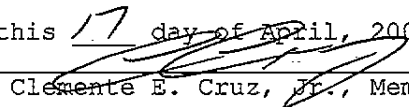
The name of the initial registered agent of this company is: Steven Deutsch, Esquire. The street address of the initial registered office of the Limited Liability Company in the State of Florida is: c/o Frank, Weinberg & Black, P.L., 7805 S.W. 6th Court, Plantation, Florida 33324.

ARTICLE IV

MANAGEMENT

The Limited Liability Company is to managed by one or more managers and is, therefore, a manager-managed company.

IN WITNESS WHEREOF, the undersigned subscribing Members has executed
these Articles of Organization effective this 17 day of April, 2002.


Clemente E. Cruz, Jr., Member

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TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

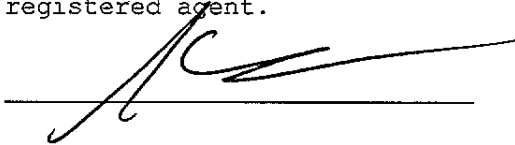
Pursuant to the provisions of Section 608.415 or 608.507, Florida Statutes, the undersigned limited liability company submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the limited liability company is: MAGNOLIA ENERGY, L.L.C.

2. The name and address of the registered agent and office is:

Steven Deutsch, Esquire
c/o Frank, Weinberg & Black, P.L.
7805 S.W. 6th Court
Plantation, Florida 33324

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.



4/22/01

(Date)

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