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GRIMES GOEBEL

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Florida Department of State  
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DIVISION OF CORPORATIONS

**LIMITED LIABILITY COMPANY**

**Magnolia Green Parcel 7 LLC**

|                       |          |
|-----------------------|----------|
| Certificate of Status | 0        |
| Certified Copy        | 0        |
| Page Count            | 04       |
| Estimated Charge      | \$125.00 |

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**ARTICLES OF ORGANIZATION OF  
Magnolia Green Parcel 7 LLC  
a Limited Liability Company**

**ARTICLE I**

Name

The name of the limited liability company ("Company") is Magnolia Green Parcel 7 LLC.

**ARTICLE II**

Address

The mailing and street address of the Company's principal office is 6215 Lorraine Road, Bradenton, Florida 34202.

**ARTICLE III**

Registered Agent and Office

The name of the Company's initial registered agent in Florida is Anthony Chiofalo. The address of the Company's registered agent is 6215 Lorraine Road, Bradenton, Florida 34202.

**ARTICLE IV**

The Limited Liability Company is to be managed by one or more members and is therefore a member-managed company. The name of each Managing Member is as follows:

| <u>Title:</u> | <u>Name:</u>  |
|---------------|---|
| MGRM          | SMR/MG7 LLC,<br>a Florida limited liability company |
| MGRM          | Celt, Inc., a Florida corporation                   |

**ARTICLE V**

The remaining members of the Company have the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event that terminates the continued membership of a member in the Company.

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IN WITNESS WHEREOF, I have executed these Articles of Organization on this 17th day  
of NOVEMBER, 2005.

SMR/MG7 LLC,  
a Florida limited liability company  
Managing Member of Magnolia Green Parcel 7 LLC

By: Schroeder-Manatee Ranch, Inc.,  
a Delaware corporation,  
Managing Member of SMR/MG7 LLC

By:   
print name  
Its PRESIDENT

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**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 TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is Magnolia Green Parcel 7 LLC.
2. The name and the Florida street address of the registered agent and office are:  
Anthony Chiofalo, 6215 Lorraine Road, Bradenton, Florida 34202.

*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, Florida Statutes.*

Dated: NOVEMBER 17, 2005.

  
Anthony Chiofalo, Registered Agent

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PARCEL 7 LLC\MAG GREEN PARCEL 7 ART OF ORG.DOC\ch October 24, 2005

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