

L11000062059

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MAY 26 2011

EXAMINER



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11 MAY 24 AM 11:53
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
11 MAY 25 AM 9:22



FLORIDA DEPARTMENT OF STATE
Division of Corporations

May 24, 2011

CAPITAL CONNECTION

TALLAHASSEE, FL

SUBJECT: MG FLORIDA LLC
Ref. Number: W11000028638

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SECRETARY OF CORPORATIONS
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11 MAY 25 PM 4:00
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

We have received your document for MG FLORIDA LLC and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Because the addition or absence of the words "Florida" or "of Florida" at the end of a name does not constitute a significant name difference, the name MG FLORIDA LLC is too similar to the name of an existing entity -- MG, INC. -- Document Number P97000084438.

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) 245-6914.

Buck Kohr
Regulatory Specialist II

Letter Number: 011A00012886

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

MG FLORIDA LLC

FILED STATE
SECRETARY OF CORPORATIONS
11 MAY 25 AM 9:22

____ Art of Inc. File _____
____ LTD Partnership File _____
____ Foreign Corp. File _____
____ ☒ L.C. File _____
____ Fictitious Name File _____
____ Trade/Service Mark _____
____ Merger File _____
____ Art. of Amend. File _____
____ RA Resignation _____
____ Dissolution / Withdrawal _____
____ Annual Report / Reinstatement _____
____ Cert. Copy _____
____ ☒ Photo Copy _____
____ Certificate of Good Standing _____
____ Certificate of Status _____
____ Certificate of Fictitious Name _____
____ Corp Record Search _____
____ Officer Search _____
____ Fictitious Search _____
____ Fictitious Owner Search _____
____ Vehicle Search _____
____ Driving Record _____
____ UCC 1 or 3 File _____
____ UCC 11 Search _____
____ UCC 11 Retrieval _____
____ Courier _____

Signature _____

Requested by: SN 5/24/11 AM
Name Date Time

Walk-In _____ Will Pick Up _____

ARTICLES OF ORGANIZATION

OF

MG FL INV LLC

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
11 MAY 25 AM 9:22

The undersigned for the purpose of forming a limited liability company under the Florida Limited Liability Act, F.S. Chapter 608, hereby make, acknowledge and file the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be MG FL INV LLC

ARTICLE II - PRINCIPAL PLACE OF BUSINESS AND ADDRESS

The principal place of business and the address of the Company in Florida shall be 2708 Brock Road, Plant City, Florida 33565, and its mailing address is the same.

ARTICLE III - PURPOSES AND POWERS

The general purpose for which the Company is organized is to engage in the ownership and management of real estate investments and to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida in connection therewith. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida is Mekal S. Haneef, at 4271 Indianapolis Street NE, St. Petersburg, Florida 33703.

ARTICLE V - ADDITIONAL CAPITAL CONTRIBUTIONS

No additional contributions of cash or property are required to be made to the Company, except as the members may otherwise unanimously agree upon as provided in the Regulations of the Company to be hereafter adopted by the Members of the Company (the "Regulations").

ARTICLE VI - ADDITIONAL MEMBERS

(i) The Members may admit to the Company additional Member(s) to participate in the profits, losses, available cash flow, and ownership of the assets of the Company on such terms as are determined by all of the Members, (ii) admission of any such Additional Member(s) requires the written consent of all Members, and (iii) any Additional Members are allocated gain, loss, income or expense by the method provided in these Regulations, and if no method is specified, then as may be permitted by Section 706(d) of the Code.

ARTICLE VII - CONTINUATION OF 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 limited liability company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members.

ARTICLE VIII - MANAGEMENT

The Company shall be managed by its members. The Regulations shall require the vote of the Members then having a majority interest in the Company for all decisions of the Company. The signature of a Managing Member of the Company signing on behalf of the Company or the signature of a person designated as an officer of the Company under the


Regulations may be relied on as sufficient evidence of the action of the Company and that such action has been authorized by the unanimous consent of the Members.

ARTICLE IX - OPERATING AGREEMENT

The Members of the Company shall hereafter adopt the Operating Agreement setting forth all the terms, provisions, conditions and covenants by which the Company will be governed. The power to adopt, alter, amend or repeal the Operating Agreement shall be vested in the Members of the Company by unanimous written consent.

IN WITNESS WHEREOF, the undersigned hereby execute these articles of organization this 3 ^{MAY m.d.H.} day of ~~April~~, 2011.

(SEAL)

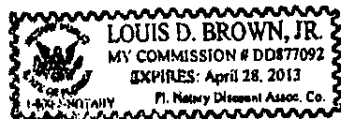

MEKAL S. HANEEF,
as Registered Agent and Incorporator

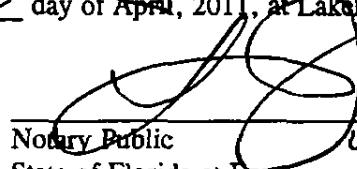
STATE OF FLORIDA
COUNTY OF Pinellas

Before me, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgments, personally appeared Mekal S. Haneef, who is personally known to me or who produced identification in the form of NA.

WITNESS my hand and official seal this 3rd ^{MAY m.d.H.} day of ~~April~~, 2011, at Lakeland, Florida.

(NOTARIAL SEAL)




Notary Public
State of Florida at Large
My Commission Expires:

LOUIS D BROWN JR

ACCEPTANCE

Having been named to accept service of process for MG FL INV LLC, at the place designated as sated in these Articles of Organization, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the duties and obligations of Chapter 608, Florida Limited Liability Company Act.

DATED this 3 day of ^{MAY} ~~April~~, 2011. *M.S.H.*


MEKAL S. HANEEF