L19000238053

Florida Department of State
Division of Corporations
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.

(((H24000098064 3)))

H240000980643ABC0

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)617-6383

From:
Account Name : COMPUTERSHARE
Account Number : 110432003053
Phone : (561)694-8107
Fax Number : (561)214-8442

2024 MAR 13 AM 8:54

Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.

Email Address:______________________________

LLC AMND/RESTATE/CORRECT OR M/MG RESIGN
MHP MAGNOLIA OAKS MEMBER, LLC

RECEIVED
2024 MAR 13 PM 3:09
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	$25.00

Electronic Filing Menu Corporate Filing Menu Help

AMENDED AND RESTATED

ARTICLES OF ORGANIZATION

OF

MHP MAGNOLIA OAKS MEMBER, LLC

Pursuant to the authority of the Florida Revised Limited Liability Company Act, Chapter 605, Fla. Stat., **MHP MAGNOLIA OAKS MEMBER, LLC**, a Florida limited liability company (the "Company"), hereby adopts the following Amended and Restated Articles of Organization (the "Articles"), which amend and restate and supersede the Articles of Organization of the Company filed with the Florida Department of State on October 1, 2019, with an effective date of September 25, 2019 and assigned document number L19000238053:

ARTICLE I - Name:

The name of the limited liability company is MHP Magnolia Oaks Member, LLC (the "Company").

2024 MAR 13 AM 8:54

ARTICLE II - Address:

The mailing address and street address of the principal office of the Company is 777 Brickell Avenue, Suite 1300, Miami, FL 33131.

ARTICLE III – Registered Agent and Office:

The registered agent for the Company shall be CORPORATE CREATIONS NETWORK INC., and the street address of the Company's registered office is 801 US HWY 1, N PALM BEACH, FL 33408.

ARTICLE IV – Membership:

The names and addresses of the members of the Company are:

Name	Address
W. Patrick McDowell 2001 Trust	777 Brickell Avenue, Suite 1300 Miami, Florida 33131
Shear Holdings, LLC	777 Brickell Avenue, Suite 1300 Miami, Florida 33131

ARTICLE V - Management:

The Company is to be manager-managed. The name and address of the manager of the Company (the "Manager") is:

Name	Address
W. Patrick McDowell 2001 Trust	777 Brickell Avenue, Suite 1300 Miami, Florida 33131

ARTICLE VI - Admission of Additional Members:

The Company shall admit new members only in accordance with the operating agreement of the Company.

ARTICLE VII - Continuation of Business:

Unless dissolved in accordance with the Company's operating agreement, the remaining members shall continue the business of the Company, which shall not be dissolved, upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member.

IN WITNESS WHEREOF, the undersigned authorized representative has executed these Amended and Restated Articles of Organization as of the 12TH day of March, 2024.

W. Patrick McDowell
Chief Executive Officer

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 605.0113, 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 MHP Magnolia Oaks Member, LLC.

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

   CORPORATE CREATIONS NETWORK INC.
   801 US HWY 1
   N PALM BEACH, FL 33408

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.

K. Dut

Name: Kevin Duteau
Title: Special Secretary

Dated the 13th day of March, 2024.