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FLORIDA LIMITED LIABILITY CO.

Magnolia Holdings & Development, LLC

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Certificate of Status	0
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Page Count	04
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**ARTICLES OF ORGANIZATION
OF
MAGNOLIA HOLDINGS & DEVELOPMENT, LLC**

The undersigned does hereby execute these Articles of Organization for the purpose of forming a limited liability company under the laws of the State of Florida.

**ARTICLE I
NAME**

The name of the limited liability company shall be:

MAGNOLIA HOLDINGS & DEVELOPMENT, LLC

**ARTICLE II
PERIOD OF DURATION**

The period of duration of the limited liability company shall be perpetual.

**ARTICLE III
PURPOSES**

The limited liability company may engage in the transaction of any or all lawful business for which limited liability companies may be formed under the laws of the State of Florida.

**ARTICLE IV
ADDRESS AND PLACE OF BUSINESS**

The mailing address of the principal office in Florida for the limited liability company is P.O. Box 14303, Tallahassee, FL 32317.

The street address of the principal office in Florida for the limited liability company is 1709 Hermitage Blvd., Second Floor, Tallahassee, FL 32308.

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TALLAHASSEE, FL

**ARTICLE V
REGISTERED OFFICE AND REGISTERED AGENT**

The street address of the limited liability company's initial registered office in Florida is 2906 Bay to Bay Boulevard, Suite 200, Tampa, FL 33629, and the name of its initial registered agent is Thomas P. McNamara. The limited liability company may change its registered office or its registered agent or both by filing with the Department of State of the State of Florida a statement complying with Section 605, Florida Statutes.

**ARTICLE VI
MANAGEMENT**

All powers of the limited liability company shall be exercised by or under the authority of, and the business and affairs of the limited liability company shall be managed by or under the direction of the managers of the limited liability company. The Board of Managers of this limited liability company shall consist of a number of persons elected in the manner prescribed in the Operating Agreement of the limited liability company. The initial Board of Managers shall consist of one entity. Each manager shall serve a term of the greater of (i) one year, or (ii) the period from his, her or its election until the election of his, her or its successor; provided, however, any manager may be removed as provided in the Operating Agreement of the limited liability company. The name and current address of the manager who is to serve as the initial manager until the first annual meeting of members and until its successors are elected and qualify are as follows:

<u>Name</u>	<u>Address</u>
Briland Capital, LLC	P.O. Box 14303 Tallahassee, FL 32317

**ARTICLE VII
RESTRICTIONS ON MEMBERSHIP**

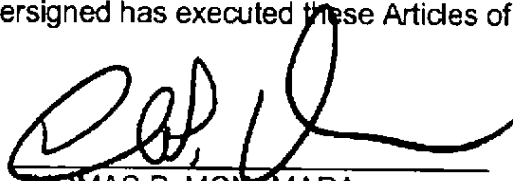
New members shall be admitted to the limited liability company upon approval by the Board of Managers. Contributions required of a new member shall be determined by the Board of Managers as of the time of the admission of the new member to the limited liability company. A member's interest in the limited liability company may not be sold or otherwise transferred except in accordance with the Operating Agreement of the limited liability company.

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**ARTICLE VIII
ACKNOWLEDGMENT**

The undersigned, being an authorized representative of a member of the limited liability company, does hereby certify that the foregoing constitutes the Articles of Organization of MAGNOLIA HOLDINGS & DEVELOPMENT, LLC. These Articles of Organization may be amended from time to time in the manner now or hereafter prescribed in the Operating Agreement of the limited liability company consistent with the laws of the State of Florida.

IN WITNESS THEREOF, the undersigned has executed these Articles of Organization this 30th day of November, 2023.


THOMAS P. MCNAMARA

ACCEPTANCE BY REGISTERED AGENT

Having been appointed the registered agent of MAGNOLIA HOLDINGS & DEVELOPMENT, LLC, the undersigned accepts such an appointment, agrees to act in such capacity and accepts the obligations imposed by Section 605, Florida Statutes.

Executed this 31 day of November, 2023.


THOMAS P. MCNAMARA

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