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TALLAHASSEE, FLORIDA

K. SALLY
EXAMINER
FEB 11 2011



FLORIDA DEPARTMENT OF STATE
Division of Corporations

January 27, 2011

MAGNOLIA MANAGEMENT CORPORATION
HIBERNIA WILLIAMS
P.O. BOX 6015
RIDGELAND, MS 39158

SUBJECT: MAGNOLIA PROPERTIES - FLORIDA LLC
Ref. Number: W11000005295

We have received your document for MAGNOLIA PROPERTIES - FLORIDA LLC and your check(s) totaling \$130.00. 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.

The alternate name that you have chosen is not available. Please select a new name.

The document number of the name conflict is L04000052798 MAGNOLIA PROPERTIES LLC..

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) 245-6870.

Karen A Saly
Regulatory Specialist II

Letter Number: 511A00002357

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Magnolia Properties LLC
Name of Limited Liability Company

The enclosed "Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida," Certificate of Existence, and check are submitted to register the above referenced foreign limited liability company to transact business in Florida..

Please return all correspondence concerning this matter to the following:

Hibernia Williams
Name of Person

Magnolia Management Corporation
Firm/Company

P.O. Box 6015
Address

Ridgeland, MS 39158
City/State and Zip Code

hwilliams@asingt.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Hibernia Williams at (601) 956 8884 EX 102
Name of Person Area Code & Daytime Telephone Number

MAILING ADDRESS:
Division of Corporations
Registration Section
P.O. Box 6327
Tallahassee, FL 32314

STREET ADDRESS:
Division of Corporations
Registration Section
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Enclosed is a check for the following amount:

- ☐ \$125.00 Filing Fee ☒ \$130.00 Filing Fee & Certificate of Status ☐ \$155.00 Filing Fee & Certified Copy ☐ \$160.00 Filing Fee, Certificate of Status & Certified Copy

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. Magnolia Properties, LLC
(Name of Foreign Limited Liability Company; must include "Limited Liability Company," "L.L.C." or "LLC")
~~Magnolia Properties of Santa Rosa Beach, LLC~~
~~Magnolia Properties Florida LLC~~

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the written consent of the managers or managing members adopting the alternate name. The alternate name must include "Limited Liability Company," "L.L.C.," "LLC.")

2. Louisiana 3. 74-2437280
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. 8/28/1986 5. Perpetual
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")

6. January 1, 2011
(Date first transacted business in Florida, if prior to registration.)
(See sections 608.501 & 608.502 F.S. to determine penalty liability)

7. 495 Grand Blvd. Ste 206
Miramar Beach, FL 32550
(Street Address of Principal Office)

8. If limited liability company is a manager-managed company, check here ☒

9. The name and usual business addresses of the managing members or managers are as follows:

Extended Care Associates, Inc., Manager, 763
Quercy Blvd N, Ridgeland, MS 39157; Elton G. Beebe, Sole Member.
495 Grand Blvd, Ste 206, Miramar Beach, FL 32550

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: Investment

Elton G. Beebe
Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.)

Elton G. Beebe
Typed or printed name of signer

FILED
11 FEB 10 PM 1:20
DEPARTMENT OF STATE
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 TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

Magnolia Properties, LLC

If unavailable, the alternate to be used in the state of Florida is:

Magnolia Properties of Santa Rosa Beach, LLC
~~Magnolia Properties - Florida, LLC~~

2. The name and the Florida street address of the registered agent and office are:

LT Corporation

(Name)

1200 S. Pine Island Rd.

Florida Street Address (P.O. Box **NOT** ACCEPTABLE)

Plantation, FL 33324

FL

City/State/Zip

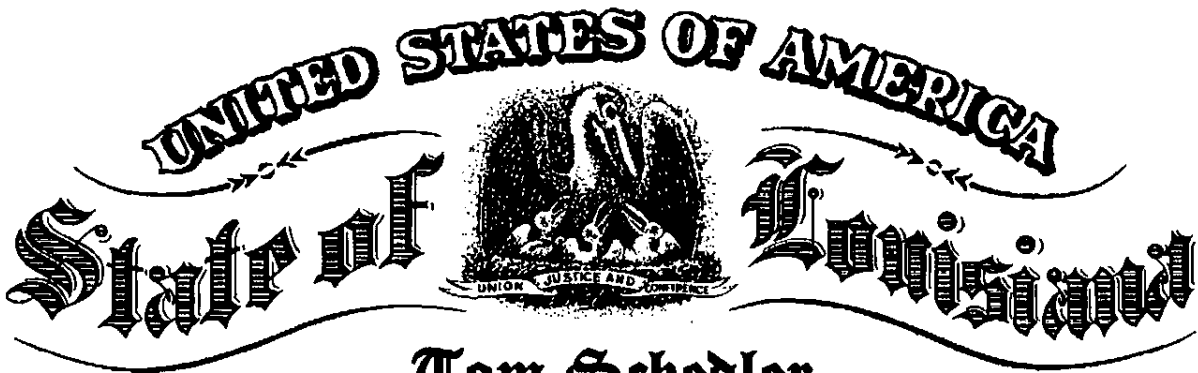
Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all 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.

James M. Halpin
(Signature)

James M. Halpin

Assistant Secretary

\$ 100.00	Filing Fee for Application
\$ 25.00	Designation of Registered Agent
\$ 30.00	Certified Copy (optional)
\$ 5.00	Certificate of Status (optional)



Tom Schedler
SECRETARY OF STATE

As Secretary of State of the State of Louisiana I do hereby Certify that

MAGNOLIA PROPERTIES, L.L.C.

A limited liability company domiciled in ALEXANDRIA, LOUISIANA,

Filed charter and qualified to do business in this State on August 28, 1986,

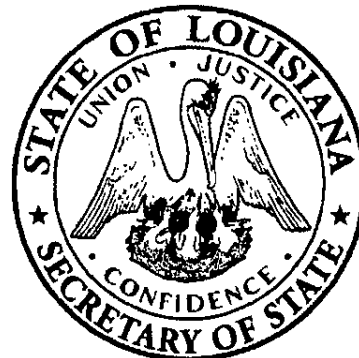
I further certify that the records of this Office indicate the company has paid all fees due the Secretary of State, and so far as the Office of the Secretary of State is concerned, is in good standing and is authorized to do business in this State.

I further certify that this certificate is not intended to reflect the financial condition of this company since this information is not available from the records of this Office.

In testimony whereof, I have hereunto set my hand and caused the Seal of my Office to be affixed at the City of Baton Rouge on,

January 18, 2011

Secretary of State



Certificate ID: 10133158#DFG62

To validate this certificate, visit the following web site, go to **Commercial Division, Certificate Validation**, then follow the instructions displayed.
www.sos.louisiana.gov