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**FLORIDA LIMITED LIABILITY CO.
Ellis Parking Company Florida, LLC**

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$125.00

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ARTICLES OF ORGANIZATION
OF
ELLIS PARKING COMPANY FLORIDA, LLC

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ARTICLE I

The name of the limited liability company is Ellis Parking Company Florida, LLC ("Company").

ARTICLE II

The street address and mailing address of the Company's principal office is:

40 Pearl Street NW, Suite 824
Grand Rapids, Michigan 49503

ARTICLE III

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

C T Corporation System

Name

1200 S. Pine Island Road

Florida street address (P.O. Box **NOT** acceptable)

Plantation, FL 33324

City, State, and 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, F.S..

Connie Bryan

Registered Agent's Signature (REQUIRED)

Connie Bryan

Assistant Secretary

ARTICLE IV

The business of the Company will be managed by or under the authority of one or more managers.

ARTICLE V

No manager of the Company is liable for the acts, debts, or obligations of the Company. The monetary liability of any manager of the Company for breach of any duty established under s. 608.4225, Florida Statutes, is limited to the fullest extent permitted by the Florida Limited Liability Company Act (the "Act"). The Company will indemnify and hold harmless each manager from and against any and all losses, expenses, claims, and demands sustained by reason of any acts or omissions or alleged acts or omissions of the manager, including judgments, settlements, penalties, fines, or expenses incurred in a proceeding to which the manager is a party or threatened to be made a party because the person is or was a manager to the fullest extent permitted by law or contract.

ARTICLE VI

The Company is formed with only one member, and the following actions will be void unless the member and any proposed transferees or additional members enter into an operating agreement that provides for voting rights, allocations of profit and loss, timing and division of distributions, designation of a tax matters member, and other matters customarily addressed in a multiple member limited liability company operating agreement:

- (a) The sale, assignment, pledge, or other transfer or encumbrance of a portion of the sole member's interest in the Company.
- (b) The admission of an additional member of the Company.

Michael S. Ellis, President Ellis Parking Company
Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, 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.

Michael S. Ellis

Typed or printed name of signee

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