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December 17, 1997

FILE NO.

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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***285.00 ***285.00

Re: **Articles of Incorporation for
Ellis-Don Florida, LLC**

Dear Sir/Madam:

Enclosed please find the original Articles of Incorporation on the above referenced limited liability company. Also, enclosed please find check in the amount of \$285.00 to cover the fees for filing same.

It is imperative that these Articles be filed as expeditiously as possible. Please provide us with a filed copy of same.

Thank you for your anticipated cooperation in this matter.

Very truly yours,

SIEGFRIED, RIVERA, LERNER,
DE LA TORRE & SOBEL, P.A.

ORR, Oscar R. Rivera

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Name Availability	
Document Examiner	DCC
Updater	DCC
ORR/mmi	DCC
Enclosures	DCC
M. R. Verifier	DCC

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**ARTICLES OF ORGANIZATION
OF
ELLIS-DON FLORIDA, LLC**

ARTICLE I - NAME

The name of the limited liability company is
ELLIS-DON FLORIDA, LLC.

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is: 201 Alhambra Circle, Suite 1102, Coral Gables, Florida 33134.

ARTICLE III - DURATION

The period of duration for the Limited Liability Company shall be until:
February 28, 2005

ARTICLE IV - MANAGEMENT

The Limited Liability Company is to be managed by the members and the name and address of the managing members are:

ELLIS-DON CONSTRUCTION INC.	3100 Medlock Bridge Road Suite 360 Norcross, Atlanta 30071
ELLIS-DON MICHIGAN INC.	38705 Seven Mile Road Suite 345 Livonia, Michigan 48152-1056

ARTICLE V - ADMISSION OF ADDITIONAL MEMBERS

The remaining members only upon unanimous written consent shall have the right to admit additional members and the terms and conditions of the admissions shall be subject to all of the terms and conditions of the Articles of Organization and the Operating Agreement.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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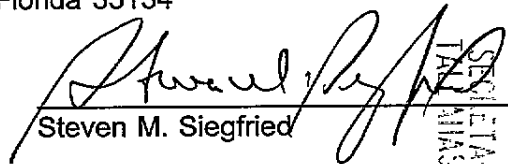
ARTICLE VI - MEMBERS RIGHTS TO CONTINUE BUSINESS

The remaining members of the limited liability company shall have the right to continue the business on 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 the limited liability company shall be only upon the terms and conditions of the Operating Agreement as it exists at that time.

ARTICLE VII - REGISTERED AGENT/OFFICE

The name and address of the original Registered Agent and Office is:

SKRLD, INC.
201 Alhambra Circle - Suite 1102
Coral Gables, Florida 33134


Steven M. Siegfried

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TALLAHASSEE, FLORIDA

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

ELLIS-DON FLORIDA, LLC

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

The undersigned member or authorized representative of a member of ELLIS-DON FLORIDA, LLC, deposes and says:

1. The above named liability company as at least two members.
2. The total amount of cash contributed by the members is as follows:
3. The agreed value of property other than cash contributed by members is \$ -0-.
A description of the property is attached and made a part hereof.
4. The total amount of cash or property anticipated to be contributed by members is \$1,000.00. This total includes amounts from 2 and 3 above.



MEMBER

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TALLAHASSEE, FLORIDA

Signature of a member or authorized representative of a member. (In accordance with section 608.408(e), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true).

**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 in designating the registered office/registered agent, in the state of Florida.

1. The name of the limited liability company is:

ELLIS-DON FLORIDA, LLC.

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

SKRLD, INC.
201 Alhambra Circle
Suite 1102
Coral Gables, Florida 33134

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.

SKRLD, INC.

By: 

Steven M. Siegfried

Date 12/16/97

Filing Fee: \$35.00 for Designation of Registered Agent

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TALLAHASSEE, FLORIDA