P970000H327H

ACCOUNT NO. : 072100000032

REFERENCE: 392882 . 6221A

COST LIMIT : \$ 122.50

ORDER DATE: May 15, 1997

ORDER TIME : 10:29 AM

ORDER NO. : 392882-005

000002179930--9

CUSTOMER NO:

THE UNITED STATES CORPORATION

6221A

CUSTOMER: Gatha K. Milhorn, Legal Asst

ABEL BAND RUSSELL COLLIER
PITCHFORD & GORDON, CHARTERED
Barnett Bank Center, 8-10th F1
240 South Pineapple Avenue
Sarasota, FL 34236-6737

DOMESTIC FILING

NAME: GREENGATE ASSOCIATES III, INC.

EFFECTIVE DATE:

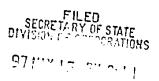
XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susana Romagosa

EXAMINER'S INITIALS:



ARTICLES OF INCORPORATION

OF

GREENGATE ASSOCIATES III, INC.

The undersigned incorporator, for the purpose of forming a Corporation for profit under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of this Corporation is:

GREENGATE ASSOCIATES III, INC.

ARTICLE II - TERM OF EXISTENCE

The Corporation is to exist perpetually.

ARTICLE III - PURPOSES

The purposes of the Corporation are to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The shares of stock of this Corporation shall consist of only one class. The number of shares of stock that this Corporation is authorized to have outstanding at any one time is 1,000 Shares of Common Stock having a par value of \$1.00 per share.

ARTICLE V - PRINCIPAL OFFICE

The address of the principal place of business of this Corporation shall be:

1135 Abbott Road East Lansing, MI 48823

and, the mailing address of this Corporation shall be:

1135 Abbott Road East Lansing, MI 48823

ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS

The registered agent and street address of the registered office of this Corporation is:

Malcolm J. Pitchford 240 S. Pineapple Avenue 10th Floor Sarasota, FL 34236

ARTICLE VII - DIRECTORS

This Corporation shall have three (3) Directors initially.

The number of Directors may be changed from time to time by Bylaws adopted by the Shareholders. The name and address of each member of the first Board of Directors is:

Richard E. Ferguson 1135 Abbot Road East Lansing, MI 48823

Judy R. Knoy-Ferguson 1135 Abbott Road East Lansing, MI 48823

Brandan N. Ferguson 8049 Country Road Apt. 101

Ft. Myers, FL 33919

ARTICLE VIII - AMENDMENT

These Articles of Incorporation may be amended in certain instances by the Board of Directors as provided by statute and in certain instances by resolutions adopted by the Board of Directors, proposed by them to the Shareholders and approved at a Shareholders Meeting by a majority of the stock entitled to vote thereon.

ARTICLE IX - INCORPORATOR

The name and street address of each incorporator to these Articles of Incorporation is:

Malcolm J. Pitchford 24

240 S. Pineapple Avenue 10th Floor Sarasota, FL 34236

The undersigned has executed these Articles this /4 day of /4, /4, /4

Malcolm V. Pitchfor

"INCORPORATOR"

Having been named as Registered Agent and to accept service of process for GREENGATE ASSOCIATES III, INC. at the place designated in the Articles, 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.

5/14/97

Malcolm J. Pitchford Registered Agent

(MJP:gkm\8318-1\Greengate Articles.224760)