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FRANK R. JELINEK, INC.

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FRANK R. JELINEK

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June 8, 1998

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32315

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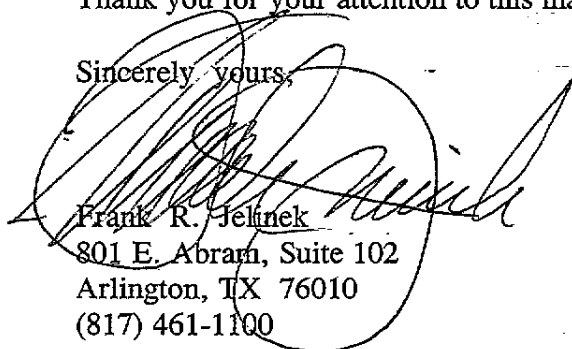
Subject: Articles of Incorporation of RYNO Corporation.

Gentlemen:

Enclosed is an original and two (2) copies of the Articles of Incorporation and a check for \$131.25, which includes the filing fee, certificate copy fee and Certificate.

Please call me if you have any questions concerning this matter, or need anything further. Thank you for your attention to this matter.

Sincerely yours,


Frank R. Jelinek
801 E. Abram, Suite 102
Arlington, TX 76010
(817) 461-1100

FRJ/dsu

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

OF

RYNO Corporation

A Florida Corporation

Article I.

Name. The name of the corporation is RYNO Corporation.

Article II.

Duration. The period of its duration is perpetual.

Article III.

Purposes. The purpose or purposes for which the corporation is organized are:

- a) To engage in the business of real estate development.
- b) To engage in the business of the construction of real estate improvements.
- c) To enter into any lawful business arrangement for sharing profits and/or losses in transactions, and to promote, organize and own interests in other corporations; joint ventures and limited liability companies.
- d) To transact any and all other lawful businesses or activities for which corporations may be incorporated under the Florida Business Corporation Act of the State of Florida.
- e) Without limiting the foregoing, to have and to exercise all rights and powers that are now or may hereafter be granted to a corporation by law.

Article IV.

Principal Office. The principal office and place of business and mailing address of the corporation is 8802 Wendy Lane, W. Palm Beach, Florida 33411

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Article V.

Capitalization. The aggregate number of shares which the corporation shall have the authority to issue is one thousand (1,000), having no stated par value. Only common stock shall be issued by the corporation.

Article VI.

Preemptive Rights; Cumulative Voting. The shareholders shall not have any preemptive rights to the shares of stock to be issued by the corporation. Cumulative voting of the shares by the shareholders shall not be permitted.

Article VII.

Registered Office; Registered Agent. The address of the corporation's initial registered office is 8802 Wendy Lane, W. Palm Beach Florida 33411, and the name of the corporation's initial registered agent at that address is Vaughn LaVigne.

Article VIII.

Directors. The number of directors constituting the initial board of directors is one (1), and the name and address of the person who is to serve as the initial director is as follows:

Wm. Terry Davison
P. O. Box 07054
Detroit, Michigan 48207

Article IX.

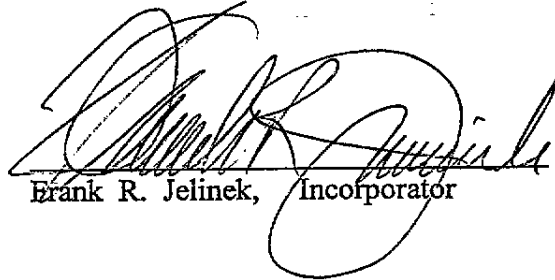
This corporation is a close corporation. Subject to the corporation remaining a close corporation, no shares of any class and no securities evidencing the right to acquire shares of the corporation shall be issued by means of any public offering, solicitation or advertisement. All issued shares of the corporation and all issued securities evidencing their right to acquire shares shall be subject to the restrictions on transfer. All issued shares (excluding treasury shares) and all issued securities evidencing the right to acquire shares of the corporation shall be held of record by no more than thirty-five (35) persons in the aggregate.

The holders of at least a majority of the corporation's outstanding shares or securities evidencing their right to acquire shares, whether entitled to vote by the Articles of Incorporation or not, may by affirmative vote elect to terminate the corporation's status as a close corporation.

Article X.

Incorporator. The name and address of the incorporator is Frank R. Jelinek, 801 E. Abram, Suite 102, Arlington, Texas 76010.

In Witness Whereof, I have signed these Articles on this the 20th day of May, 1998.


Frank R. Jelinek, Incorporator

Acceptance by Registered Agent

Having been named as registered agent, and to accept service of process for the above stated corporation 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.

Dated this 30 day of May, 1998.


Vaughn LaVigne

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