

P99000077073

TRANSMITTED LETTER

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

EFFECTIVE DATE
9-1-99

700002970147--4
-08/25/99--01087--003
*****78.75 *****78.75

SUBJECT: Secure One Parking Resources, Inc.
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate of Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 AUG 25 AM 10:17

FILED

FROM: Sean Pitta
Name (Printed or typed)

728 Penn Street
Address

West Palm Beach, FL 33
City, State & Zip

561-655-9444
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

8/30/99
[Signature]

EFFECTIVE DATE
9-1-99

**ARTICLES OF INCORPORATION
OF
SECUREONE PARKING RESOURCES, INC.**

FILED
99 AUG 25 AM 10:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Sean Pitta undersigned, being of the age of eighteen (18) years or more, does hereby make and acknowledge these Articles of Incorporation under and by virtue of the laws of the State of Florida.

ARTICLE I NAME

The name of the corporation shall be SecureOne Parking Resources, Inc.

ARTICLE II SHARES

The number of shares the corporation is authorized to issue shall be 1000 shares all of one class designated as common stock.

ARTICLE III PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:
328 Banyan Blvd.
Suite I
West Palm Beach, FL 33401

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent is:

Sean M. Pitta
728 Penn Street
West Palm Beach, FL 33401

ARTICLE V LIABILITY

To the fullest extent permitted by the Florida Business Corporation Act as it exists or may hereafter be amended, no person who is serving or who has served as a director of the corporation shall be personally liable to the corporation or any of its shareholders for monetary damages for breach of duty as director. No amendment or repeal of this Article nor the adoption of any provision of these Articles of Incorporation inconsistent with this Article shall eliminate or reduce the protection granted herein with respect to any matter that occurred prior to such amendment, repeal, or adoption.

ARTICLE VI RIGHTS

The corporation elects to have pre-emptive rights.

ARTICLE VII VOTING

All shareholders of the corporation are entitled to accumulate their votes for directors. No amendment shall be made to this Article when the number of shares voting against the proposal to amend would be sufficient to elect a director by cumulative voting and such shares are entitled to be voted cumulatively for the election of directors.

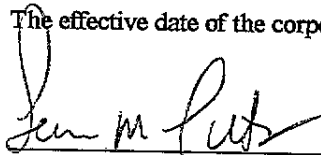
ARTICLE IX INCORPORATOR

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

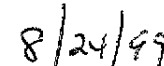
Sean M. Pitta 728 Penn Street West Palm Beach, FL 33401

ARTICLE X EFFECTIVE DATE

The effective date of the corporation shall be 9/1/99.

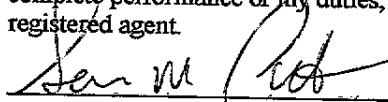


Signature/Incorporator



Date

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.



Signature /Registered Agent



Date

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA