

CT CORPORATION

F020000000 365

CORPORATION(S) NAME

Imperial Parking (U.S.), Inc.

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FILED  
02 JAN 23 PM 12:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit		
<input checked="" type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
	<input type="checkbox"/> Reinstatement	
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> LLC	<input type="checkbox"/> Name Registration	<input type="checkbox"/> Change of R/A
	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> UCC
<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Photocopies	<input type="checkbox"/> CUS
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> Mail Out		

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TALLAHASSEE, FLORIDA  
DIVISION OF CORPORATIONS  
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Name \_\_\_\_\_  
Availability \_\_\_\_\_  
Document \_\_\_\_\_  
Examiner \_\_\_\_\_  
Updater \_\_\_\_\_  
Verifier \_\_\_\_\_  
W.P. Verifier \_\_\_\_\_

1/23/02

Order#: 5069827

500004792235--1  
-01/23/02--01075--004  
Ref#: \*\*\*\*\*70.00 \*\*\*\*\*70.00

Amount: \$ \_\_\_\_\_

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT  
BUSINESS IN FLORIDA**

02 JUN 23 1PM 12:30  
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TALLAHASSEE, FLORIDA

1. IMPERIAL PARKING (U.S.), INC.

(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. DELAWARE

(State or country under the law of which it is incorporated)

3. 41-1640707

(FEI number, if applicable)

4. APRIL 18, 1989

(Date of incorporation)

5. PERPETUAL

(Duration: Year corp. will cease to exist or "perpetual")

6. FEBRUARY 1, 2002

(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. C/O SUITE 300, 601 W. CORDOVA ST., VANCOUVER, BRITISH COLUMBIA, CANADA V6B 1G1

(Current mailing address)

8. OPERATION AND MANAGEMENT OF PARKING FACILITIES

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida, 33324

(Zip code)

10. Registered agent's acceptance:

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

C T Corporation System

Kathleen Gariepy  
(Registered agent's signature)  
Kathleen Gariepy, Asst. Secy.

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address **ONLY** - P.O. Box **NOT** acceptable)

**A. DIRECTORS (Street address only - P.O. Box NOT acceptable)**

Chairman: CHARLES HUNTZINGER

Address: C/O #300, 601 WEST CORDOVA ST.

VANCOUVER, B.C. V6B 1G1

Vice Chairman: J. BRUCE NEWSOME

Address: C/O #300, 601 WEST CORDOVA ST.

VANCOUVER, B.C. V6B 1G1

Director: BRYAN L. WALLNER

Address: C/O #300, 601 WEST CORDOVA ST.

VANCOUVER, B.C. V6B 1G1

Director: DOMINIC CHILA

**VICE PRESIDENT**

Address: C/O #410 - 510 WALNUT STREET

PHILADELPHIA, PA 19106-3578

**B. OFFICERS (Street address only - P.O. Box NOT acceptable)**

President: CHARLES HUNTZINGER

Address: #300 - 601 WEST CORDOVA ST.

VANCOUVER, BC V6B 1G1

Vice President: BRYAN WALLNER

Address: #300 - 601 WEST CORDOVA ST.

VANCOUVER, BC V6B 1G1

Secretary: BRUCE NEWSOME

Address: #300 - 601 WEST CORDOVA ST.

VANCOUVER, BC V6B 1G1

**ASSISTANT SECRETARY:**

~~President:~~ TODD CROLL

Address: #300 - 601 WEST CORDOVA ST.

VANCOUVER, BC V6B 1G1

**NOTE:** If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. TODD CROLL, ASSISTANT SECRETARY

(Typed or printed name and capacity of person signing application)

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TALLAHASSEE, FLORIDA

# Delaware

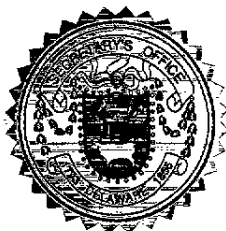
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PAGE 1  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "IMPERIAL PARKING (U.S.), INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-SECOND DAY OF JANUARY, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

2193812 8300

AUTHENTICATION: 1570812

020041105

DATE: 01-22-02