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F98000002159

CT CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

WorldWide Parking Inc.

4000002430354--7  
-04/16/98--01087--011  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

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| <input type="checkbox"/> NonProfit                 | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark             |
| <input type="checkbox"/> Limited Liability Co.     | <input type="checkbox"/> Annual Report          | <input type="checkbox"/> Other UCC Filing |
| <input checked="" type="checkbox"/> Foreign        | <input type="checkbox"/> Reservation            | <input type="checkbox"/> Change of R.A.   |
| <input type="checkbox"/> Limited Partnership       | <input type="checkbox"/> Photo Copies           | <input type="checkbox"/> Fic. Name        |
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| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Call When Ready        | <input type="checkbox"/> Call if Problem  |
|  | <input type="checkbox"/> Walk In                | <input type="checkbox"/> After 4:30       |
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**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION  
TO TRANSACT BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS  
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE  
STATE OF FLORIDA:*

1. WorldWide Parking 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. 52-1940998

(FEI number, if applicable)

4. January 20, 1995

(Date of Incorporation)

5. Perpetual

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

6. Upon qualification

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

7. 6000 Executive Boulevard, Suite 700

Rockville, MD 20852

(Current mailing address)

8. To engage in any act or activities for which a corporation may be qualified  
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)  
under the laws of the State of Florida.

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

Name: CT Corporation System

Office Address: 1200 South Pine Island Road

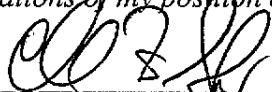
Plantation

, 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.*



ASST SEC.

(Registered agent's signature)

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.

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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: Please see attached list.

Address: \_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

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

President: Please see attached list.

Address: \_\_\_\_\_

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_

Secretary: \_\_\_\_\_

Address: \_\_\_\_\_

Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_

**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.

Marc L. Meisel, Vice President/Chief Operating Officer

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

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## OFFICERS AND DIRECTORS

### OFFICERS

Clark L. Selby, Jr. President and Chief Executive Officer	6000 Executive Boulevard, Suite 700 Rockville, Maryland 20852
Stephen Maged Vice President	Same as above
Marc L. Meisel Vice President	Same as above
Frederic Caponiti Vice President	Same as above
Arthur Winiarski Vice President	Same as above
Patrick J. McGinty Secretary and Chief Financial Officer	Same as above
Marlene Patton Treasurer and Assistant Secretary	Same as above

### DIRECTORS

Joel S. Meisel Chairman of the Board of Directors	6000 Executive Boulevard, Suite 700 Rockville, Maryland 20852
Stephen Maged	Same as above
Sylvan Gershowitz	Same as above
Clark L. Selby, Jr.	Same as above
Marc L. Meisel	Same as above
Patrick McGinty	Same as above
Terence R. McAuliffe	Same as above

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*State of Delaware*  
*Office of the Secretary of State*

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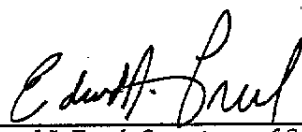
I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "WORLDWIDE PARKING INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE NINTH DAY OF APRIL, A.D. 1998.

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.

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Edward J. Freel, Secretary of State

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AUTHENTICATION:

9020386

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DATE:

04-09-98