

EDWARDS, VALDEZ & ELLIS, L.L.C.
ATTORNEYS AT LAW

L010000011405

July 10, 2001

MONIQUE M. EDWARDS
VERONICA VALDEZ
JOHN D. ELLIS, JR.

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

600004471796--9
-07/12/01--01086--004
****160.00 ****160.00

Re: Articles of Organization for Global Parking System of Florida L.L.C.

Dear Sir/Madam:

Please find enclosed the original and one copy of the Articles of Organization and filing fee in the amount of One Hundred Twenty-five dollars (\$125.00).

Upon filing the enclosed Articles, please return the certified copy and certificate status to this office at our mailing address:

1302 E. Robinson Street Orlando, Florida 32801.

Thank you, in advance for your cooperation and assistance in this matter.

Sincerely,

John D. Ellis, Jr

JDE/lkt

cc: John R. Simpson

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 JUL 12 PM 2:54

APPROVED
AND
FILED

FOR FILING
TO ACHIEVE
SUFFICIENCY OF FILING

2001 JUL 12 PM 2:36

SECRETARY OF STATE
DIVISION OF CORPORATIONS

UB
7-12-01

**ARTICLES OF ORGANIZATION FOR
GLOBAL PARKING SYSTEM OF FLORIDA, L.L.C.**

ARTICLE I-NAME

The name of the Limited Liability Company is: Global Parking System of Florida,
L.L.C.

ARTICLE II- Address

The mailing address and street address of the principal office of Global Parking
System of Florida, L.L.C. is: 523 Westport Drive, Longwood, Florida 32750.

ARTICLE III-Duration

The period of duration for Global Parking System of Florida, L.L.C. shall be
perpetual.

ARTICLE IV- Management

Global Parking System of Florida, L.L.C. is to be managed by the members and
the names and address (es) of the managing member(s) are:

- i. John R. Simpson
523 Westport Drive
Longwood, Florida 32750
- ii. Keith Terrell
934 Woodbourne Drive
Atlanta, Georgia 30310

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE V- Admission of Additional Members:

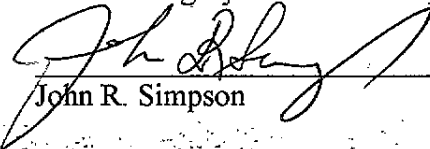
The right to admit additional members and the terms and conditions of the
admissions shall be set forth in the Limited Liability Company Operating Agreement.

**CERTIFICATE OF DESIGNATION
OF REGISTER AGENT**

Having been named the registered agent and to accept service of process for the above limited Liability Company at the place designated in this certificate. I hereby accept the appointment of the registered agent and agree to act in this capacity. I further agree to comply with the provisions of all the statements relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position of as registered agent.

Name of Company: Global Parking System of Florida, L.L.C

Registered Agent:


John R. Simpson

Physical Address:

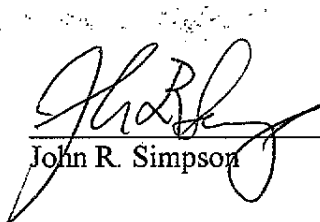
523 Westport Drive
Longwood, Florida 32750

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE VI-Members Rights to Continue Business:

The right, if given, of the remaining members of the Limited Liability Company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Limited Liability Company shall be set in Limited Liability Company's Operating Agreement.


John R. Simpson

(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated therein are true).

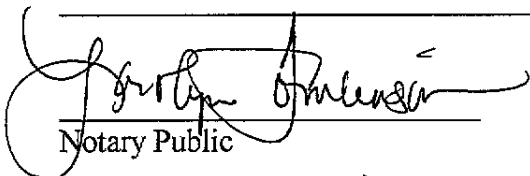
STATE OF FLORIDA
ORANGE COUNTY

The foregoing instrument was acknowledged by me this 18th day of July
2001, by John R. Simpson who have produced as identification Florida
Drivers license (s) and who did/ did not take an oath. _____

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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APPROVED
AND
FILED


Notary Public

My Commission Expires:



Carolyn Kay Tomlinson
Commission # OC 860339
Expires Aug. 2, 2003
Bonded Thru
Atlantic Bonding Co., Inc.