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**FLORIDA/FOREIGN LIMITED LIABILITY CO.**

**park west parking mpag, llc**

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**ARTICLES OF ORGANIZATION**

**OF**

**PARK WEST PARKING MPAC, LLC**

**Under the Florida Limited Liability Company Act**

**ARTICLE I**

**NAME**

The name of this limited liability company ("Company") is PARK WEST PARKING MPAC, LLC.

**ARTICLE II**

**DURATION**

The period of duration for the Company is perpetual, except that 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 Company, shall dissolve the Company unless a majority in interest of the remaining members consent in writing to the continuation of the business of the Company.

**ARTICLE III**

**MAILING AND STREET ADDRESS**

The mailing and street address of the principal office of the Company is 100 SE 2<sup>nd</sup> Street, Suite 2650, Miami, Florida 33131.

**ARTICLE IV**

**REGISTERED AGENT AND OFFICE**

The name and street address of the Company's initial registered agent in Florida is Gregory Murnelli, 100 SE 2<sup>nd</sup> Street, Suite 2650, Miami, Florida 33131.

Prepared by:  
Steven M. Murnelli, Esq.  
100 SE 2<sup>nd</sup> Street, Suite 2650  
Miami, Florida 33131  
Florida Bar No. 148290  
Telephone: 305.379.4424

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**ARTICLE V**

**MANAGEMENT**

The management of the Company is reserved to the members. The names and addresses of the Managing Members are:

Gregory Mirmelli  
100 SE 2<sup>nd</sup> Street, Suite 2650  
Miami, Florida 33131

**ARTICLE VI**

**ADMISSION OF NEW MEMBERS**

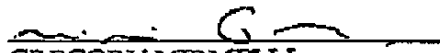
Members of the Company have the right to admit new members upon the written consent of a majority in interest of the existing members, and the existing members shall determine the amount and nature of contributions by new members at the time new members are admitted.

**ARTICLE VII**

**ORGANIZING REPRESENTATIVE**


The Organizing Representative shall be Gregory Mirmelli.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 13 day of September, 2006.

  
GREGORY MIRMELEI  
Organizing Member

Having been named to accept service of process for the stated corporation, at the place designated in these Articles of Organization, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATE: 9-13-06

  
GREGORY MIRMELEI  
Registered Agent

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