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DEPARTMENT OF STATE
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CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

TH Parking, LLC

Signature

Requested by:

Seth

8/26

8:00

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ARTICLES OF ORGANIZATION
OF
TH Parking, LLC.

The undersigned, desiring to form a limited liability company under and pursuant to Florida Statute 608 entitled the Florida Limited Liability Company Act, does hereby adopt the following Articles of Organization for such Company:

ARTICLE I
NAME

The name of the limited liability company is TH Parking, LLC.

ARTICLE II
ADDRESS

The mailing address and street address of the principal office of the limited liability company is 170 NE First Street, Miami, FL 33132.

ARTICLE III
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Company is 170 NE First Street, Miami, Florida 33132, and the name of the registered agent of this Company at that address is Michael A. Meyers.

ARTICLE IV
DURATION AND EFFECTIVE DATE

The period of this Company's duration shall be perpetual.

ARTICLE V
PURPOSE

The Company is formed to:

- (a) acquire, hold title to, own or lease real property for parking services and own or acquire interests in business entities that do the foregoing and engage in such other lawful activities as are incidental, necessary or appropriate to the foregoing;
- (b) receive income from, and/or enjoy capital appreciation on its business;
- (c) operate and manage its business in a business-like fashion with the intent of producing profits and/or capital appreciation;

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- (d) purchase, mortgage, encumber, lease, maintain, develop, improve, alter, subdivide, sell, transfer, or otherwise convey all or portions of its properties, or substitute, add to or exchange any of the properties for other property, at any time and from time to time, and to do all other things related or incidental thereto; and
- (e) engage in any lawful act, business, or activity as may be necessary or desirable to effectuate the foregoing, or which is necessary, desirable or incidental to the management of the Company.

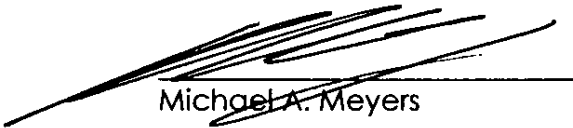
ARTICLE VI
MANAGEMENT OF COMPANY

The business of the Company shall be manager-managed by one Manager. The Manager shall hold the office and have the responsibilities accorded to him by the members as set out in the operating agreement. The names and addresses of the initial Manager, who will serve until his successor is elected and qualified, is: Michael A. Meyers.

ARTICLE VII
TRANSFERABILITY OF MEMBER'S INTEREST

An interest of a member of this Company is not freely transferable and may only be transferred or assigned in accordance with the procedures set forth in the operating agreement. In the event of a transfer not in accordance with such procedures, the transferee of the interest of such member shall have no right to participate in the management of the business and affairs of the Company or to become a member, and shall be entitled to receive only the share of profits or other compensation by way of income and the return of contributions to which that member otherwise would be entitled.

IN WITNESS WHEREOF, the undersigned member has hereunto set his hand and seal this 20th day of August, 2008.


Michael A. Meyers

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in the above Articles of Organization, I hereby accept this 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.

IN WITNESS WHEREOF, as said registered agent, I have caused this Acceptance to be signed on this 26th day of August, 2008.


Michael A. Meyers

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