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ATTORNEYS AT LAW

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ATLANTA, GEORGIA 30305-1753

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September 19, 2001

Registration Section  
Division of Corporation  
409 E. Gaines Street  
Tallahassee, Florida 32399

Re: Ameripark Holdings, LLC;  
Our File Number 6004.1401

600004602746--6  
-09/20/01--01061--003  
\*\*\*\*\*125.00 \*\*\*\*\*125.00

Dear Sir or Madam:

Enclosed you will find an original and one copy of the Certificate of Designation of Registered Agent/Registered Office and Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida. I have also enclosed a certified copy of the Georgia Certificate of Existence for Ameripark Holdings, LLC.

Also enclosed is a check in the amount of \$125.00 to cover the filing fees.

Please return the Certificate of Authorization to Transact Business in Florida to me in the enclosed envelope. Thank you for your assistance in this matter.

Very truly yours,

KITCHENS KELLEY GAYNES, P.C.



Milicent E. Ferguson  
Paralegal

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DIVISION OF CORPORATIONS  
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Enclosures

cc: Chip Patterson (with enclosures)  
Joel S. Arogeti (without enclosures)

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**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO  
TRANSACTION BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN  
LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:*

1. AMERIPARK HOLDINGS, LLC  
(Name of foreign limited liability company)
2. GEORGIA 3. Not applied For  
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
4. DECEMBER 14, 2000 5. PREPETUAL  
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")
6. N/A  
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. #140, 309 EAST PACES FERRY ROAD  
ATLANTA, GEORGIA 30305  
(Street address of principal office)

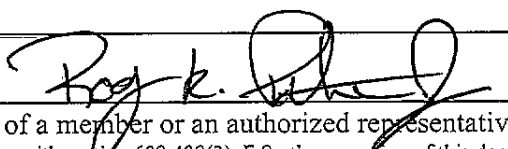
8. If limited liability company is a manager-managed company, check here ☒
9. The name and usual business addresses of the managing members or managers are as follows:

ROGER K. PATTERSON  
#140, 309 EAST PACES FERRY ROAD  
ATLANTA, GEORGIA 30305

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10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: PARKING SERVICES

  
Signature of a member or an authorized representative of a member.  
(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

**ROGER K. PATTERSON**

Typed or printed name of signee

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

AMERIPARK HOLDINGS, LLC

2. The name and the Florida street address of the registered agent and office are:

CT CORPORATION SYSTEM

(Name)

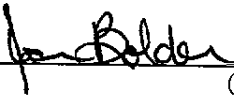
1200 SOUTH PINE ISLAND ROAD

Florida street address (P.O. Box NOT ACCEPTABLE)

PLANTATION, FL 33324

(City/State/Zip)

*Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 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 as provided for in Chapter 608, F.S.*



(Signature)

**JOAN BOLDEN**

**ASSISTANT SECRETARY**

\$ 100.00	Filing Fee for Application
\$ 25.00	Designation of Registered Agent
\$ 30.00	Certified Copy (optional)
\$ 5.00	Certificate of Status (optional)

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**Secretary of State**  
**Corporations Division**  
**315 West Tower**  
**#2 Martin Luther King, Jr. Dr.**  
**Atlanta, Georgia 30334-1530**

DOCKET NUMBER : 012610515  
CONTROL NUMBER : 0105693  
DATE INC/AUTH/FILED: 02/01/2001  
JURISDICTION : GEORGIA  
PRINT DATE : 09/18/2001  
FORM NUMBER : 211

KITCHENS KELLEY & GAYNES PC  
MILICENT FERGUSON  
3495 PIEDMONT RD NE STE 900  
ATLANTA, GA 30305

**CERTIFICATE OF EXISTENCE**

I, Cathy Cox, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

**AMERIPARK HOLDINGS, LLC**  
**A GEORGIA LIMITED LIABILITY COMPANY**

was formed in the jurisdiction stated above or was authorized to transact business in Georgia on the above date. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation or any other similar document with the office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.

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*Cathy Cox*

Cathy Cox  
Secretary of State