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ATTORNEYS AT LAW
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3495 PIEDMONT ROAD, N.E.
ATLANTA, GEORGIA 30305-1753

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FILED
01 SEP 24 PM 5: 00
FACSIMILE
364-0126
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

September 19, 2001

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

Re: Ameripark Holdings, LLC;
Our File Number 6004.1401

500004608015--1
-09/24/01--01081--001
****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.



Millicent E. Ferguson
Paralegal

\mef

Enclosures

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

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OK

**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
(Jurisdiction under the law of which foreign limited liability company is organized)
3. Not applied For
(FEI number, if applicable)
4. DECEMBER 14, 2000
(Date of Organization)
5. PREPETUAL
(Duration: Year limited liability company will cease to exist or "perpetual")
6. N/A *upon qualification*
(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)

FILED
0 SEP 24 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

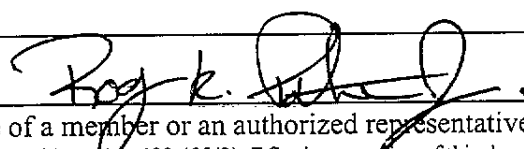
8. If limited liability company is a manager-managed company, check here ☒

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

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

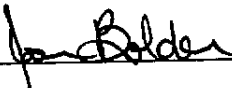
Florida street address (P.O. Box NOT ACCEPTABLE)

PLANTATION, FL 33324

(City/State/Zip)

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01 SEP 24 PM 3:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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)

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.



Cathy Cox
Secretary of State