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RAYMOND RIPLEY, JR., ACCOUNTANTS, INC.

323 Northeast 6th Avenue
Post Office Box 807 Delray Beach, Florida 33447
Telephone: (561) 272-7424 (561) 734-4454

Enrolled to Practice Before the
Internal Revenue Service

FILED
01 OCT 22 AM 10:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

October 15, 2001

Florida Department of State
Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

RE: Articles of Incorporation
PARAMOUNT PARKING OF SOUTH FLORIDA, INC.

Gentlemen:

Enclosed are the notarized Articles of Incorporation for PARAMOUNT PARKING OF SOUTH FLORIDA, INC., the Articles of Incorporation, a check for \$70.00 to cover the various filing fees. Please accept these Articles of Incorporation for filing and assign the corporation a charter number.

You may send the dated copy of the articles to:

Raymond Ripley, Jr.
235 Northeast 6th Avenue
Delray Beach, Florida 33483

Thank you for your help.

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-10/22/01--01048--004
*****70.00 *****70.00

Sincerely,

RAYMOND RIPLEY, JR., ACCOUNTANTS, INC.


Raymond Ripley, Jr.

D. BROWN OCT 23 2001

ARTICLES OF INCORPORATION

PARAMOUNT PARKING OF SOUTH FLORIDA, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME OF CORPORATION

The name of this corporation is PARAMOUNT PARKING OF SOUTH FLORIDA, INC.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage in, acquire, own, control, and transact any and all activities permitted under the laws of the United States and the State of Florida.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is ONE THOUSAND (1000) shares of common stock at a par value of ONE DOLLAR (\$1.00) per share.

ARTICLE IV. ADDRESS

The street address of the principal office of the corporation shall be 9680 Oregon Road, Boca Raton, Florida, 33434 and the name of the initial registered agents of the corporation shall be John Bellinato, 9680 Oregon Road, Boca Raton, Florida.

ARTICLE V. TERM OF EXISTENCE

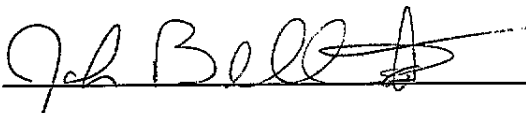
This corporation is to exist perpetually.


ARTICLE VI. DIRECTORS/INCORPORATORS

This corporation shall have Two (2) directors initially. The number of directors may be either increased or decreased from time to time as provided in the by-laws of the Corporation. The name and street address of the initial members of the Board of Directors and Incorporators is:

<u>Name</u>	<u>Address</u>
John Bellinato	9680 Oregon Road Boca Raton, Fl, 33434
David L. Surace	3501 Waterview Circle Palm Springs, Fl, 33461


IN WITNESS WHEREOF, the undersigned has hereunto set there hand and seal on this 15th day of October, 2001. This corporation shall be effective on filing of these Articles of Incorporation with the Secretary of State.

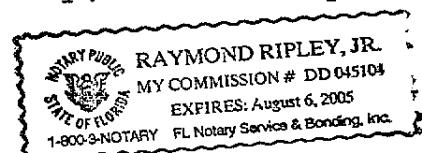

Subscriber


Subscriber

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 15th day of October, 2001.


Notary Public
My commission expires:



FILED
01 OCT 22 AM 10:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

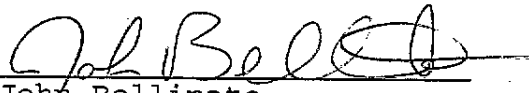
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is
submitted in compliance with said Act:

PARAMOUNT PARKING OF SOUTH FLORIDA, INC. desiring to organize
under the laws of the State of Florida with its principal office, as
indicated in the Articles of Incorporation, in the County of Palm
Beach, state of Florida, has named John Bellinato, located at 9680
Oregon Road, Boca Raton, Florida, 33434 as it's agent to accept service
of process within this State.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above
stated corporation at the place designated in this Certificate, I
hereby accept to act in this capacity and agree to comply with the
provisions of said Act relative to keeping open said office.


John Bellinato