

**Electronic Articles of Incorporation
For**

P10000006650
FILED
January 22, 2010
Sec. Of State
bmcknight

U.S. PARKING SYSTEMS, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

U.S. PARKING SYSTEMS, INC.

Article II

The principal place of business address:

1221 BRICKELL AVENUE
SUITE 96
MIAMI, FL. 33131

The mailing address of the corporation is:

999 PONCE DE LEON BLVD.
SUITE 1045
CORAL GABLES, FL. 33134

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

1,000

Article V

The name and Florida street address of the registered agent is:

MARK E FRIED ESQ.
1110 BRICKELL AVENUE
SUITE 310
MIAMI, FL. 33131

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: MARK E. FRIED

Article VI

The name and address of the incorporator is:

MARK E. FRIED, ESQ.
1110 BRICKELL AVENUE
SUITE 310
MIAMI, FLORIDA 33131

Incorporator Signature: MARK E. FRIED

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: D
JOSEPH PADOVANO
1221 BRICKELL AVENUE, SUITE 96
MIAMI, FL. 33131 US

Article VIII

The effective date for this corporation shall be:

01/22/2010