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TELEPHONE (407)847-7645
FAX (407)847-2314

April 21, 1997

Secretary of State
Fictitious Name Registration
PO Box 1300
Tallahassee, FL 32302

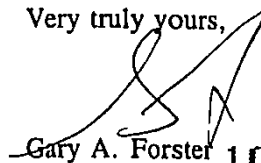
RE: Hotel Parking Services, Inc. d/b/a American Parking Management
Our File No.: 30-3

Dear Sir/Madam:

Enclosed please find the original Application for Registration of Fictitious Name along with the Articles of Amendment to The Articles of Incorporation of American Parking Management, Inc. Also enclosed is our firm check in the amount of \$90.00 to cover the filing fee (\$50.00), a Certificate of Status (\$10.00) and a certified copy (\$30.00).

If you have any questions, please call me.

Very truly yours,



Gary A. Forster

GAF:m
Enclosures

cc: Frank L. Pohl, Esq.

N/c

VS MAY 5 1997

FILED
97 MAY -5 PM 12:50
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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*****35.00 *****35.00

RECEIVED
97 APR 23 PM 12:00
DIVISION OF CORPORATIONS

POHL & SHORT, P.A.

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FAX (407)647-2314

May 2, 1997

Secretary of State
Division of Corporations
Attn: Velma Sheperd
P.O. Box 6327
Tallahassee, FL 32314

RE: Hotel Parking Management Services, Inc.

Dear Velma:

Per our conversation yesterday, enclosed please find our Check No. 104934 in the amount of \$35.00 for the filing of the Amendment to the above-referenced Articles of Incorporation.

If you should have any questions regarding this, please do not hesitate to contact me.

Sincerely,



Sue Zagorski
Legal Assistant to
Gary A. Forster

SZ\
Enclosure

ARTICLES OF AMENDMENT TO
THE ARTICLES OF INCORPORATION
OF AMERICAN PARKING MANAGEMENT, INC.

FILED
97 MAY -5 PM 12:50
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Pursuant to the provisions of Section 607.1006 of the Florida Statutes, the undersigned Florida corporation hereby adopts the following Articles of Amendment to its Articles of Incorporation:

Article I - Name

The name of the corporation is American Parking Management, Inc. (hereinafter referred to as the "Corporation").

Article II - Adoption and Text of Amendments

All of the directors of the Corporation approved a resolution amending Article I of the Articles of Incorporation by written consent dated the 15th day of April, 1997, in accordance with the provisions of Section 607.0821 of the Florida Statutes, and all of the shareholders of the Corporation approved the resolution amending Article I of the Articles of Incorporation by written consent dated the 15th day of April, 1997, in accordance with the provisions of Section 607.0704 of the Florida Statutes. The following is a true and correct copy of the resolution amending Article I of the Articles of Incorporation:

RESOLVED, that Article I of the Articles of Incorporation of the Corporation be amended in its entirety to read as follows:

"ARTICLE I

The name of the Corporation shall be: Hotel Parking Management Services, Inc."

Article III - Effective Date of Amendment

The effective date of the amendment to the Articles of Incorporation of the Corporation set forth herein will be as of the date of filing the Articles of Amendment to the Articles of Incorporation with the Secretary of State of the State of Florida.

Dated this 15th day of April, 1997.

American Parking Management, Inc.

By: Michael A. Barrone
Michael A. Barrone, President

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