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9500031778

ACCOUNT NO. : 072100000032

REFERENCE : 583851 6471A

AUTHORIZATION :

COST LIMIT : 9 PPD

ORDER DATE : April 24, 1995

ORDER TIME : 9:45 AM

ORDER NO. : 583851

CUSTOMER NO: 6471A

CUSTOMER: Kurt E. Thalwitzer, Esq
MATEER HARBERT & BATES, P A

P O Box 2854

Orlando, FL 32802-2854

100001462841
-04/24/95--01003--015
****122.50 ****122.50

DOMESTIC FILING

NAME: FLORIDA NIGHTS VALET, INC.

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jodie Krebs

EXAMINER'S INITIALS:

T. BROWN APR 24 1995

FILED
95 APR 24 PM 12:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
FLORIDA NIGHTS VALET, INC.**

FILED
95 APR 24 PM 12:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of this Corporation is FLORIDA NIGHTS VALET, INC.

ARTICLE II

The Corporation may engage in any and all lawful businesses for which corporations may be incorporated under Chapter 607, Florida Statutes. While pursuing its purposes, the Corporation may exercise the powers granted now or in the future by Chapter 607, Florida Statutes, and by common law.

ARTICLE III

The aggregate number of shares which the Corporation shall have the authority to issue shall be 1,000 shares of common stock. Each of such shares shall have a par value of \$1.00 per share.

ARTICLE IV

The street address of the place of business of the Corporation is 225 E. Robinson Street, Suite 620, Orlando, Florida 32801. The address of the initial registered office maintained pursuant to Section 607.0501 F.S. is 225 E. Robinson Street, Suite 600, Orlando, Florida 32801, and the name of the Corporation's initial registered agent to receive service of process is Kurt E. Thalwitzer, Esquire, Mateer, Harbert & Bates, P.A.

ARTICLE V

The number of Directors constituting the initial Board of Directors is 2. The number of Directors may be changed by Resolution of the Directors as provided in the Bylaws. The names and addresses of the Directors are:

<u>Name</u>	<u>Address</u>
David Shaffer	6401 Harrelton Drive Charlotte, North Carolina 28210
Craig Mateer	225 E. Robinson Street, Suite 620 Orlando, Florida 32801

ARTICLE VI

The name and address of the subscriber is Kurt E. Thalwitzer, Mateer, Harbert & Bates, P.A., 225 E. Robinson Street, Suite 600, Orlando, Florida 32801.

ARTICLE VII

It is the intention of the Corporation to indemnify its officers, directors, employees, and agents to the extent permitted by Section 607.0850, Florida Statutes.

ARTICLE VIII

The Corporation, its shareholders, or any combination of the Corporation and its shareholders, may enter into agreements limiting or restricting free transfer of shares of its capital stock. Any such agreements will be valid and enforceable among the parties to such agreements, and when the existence of such agreement is noted on the face or on the back of certificates representing any such shares, such agreement will be binding and enforceable upon any transferee or successor of any party to such agreement.

DATED: April 20, 1995.

Kurt E. Thalwitzer
Kurt E. Thalwitzer

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me on April 20, 1995,
by Kurt E. Thalwitzer, as attorney of Florida Nights Valet, Inc., a Florida corporation, on
behalf of the corporation. He she is personally known to me or has produced _____
_____ (type of
identification) as identification and did (did not) take an oath.

Denise L. Acosta
Name: Denise L. Acosta
(Print Name)

(AFFIX NOTARY SEAL)

Notary Public - State of Florida

DENISE L. ACOSTA
Notary Public, State of Florida
My comm. expires May 27, 1996
Comm. No. CC204114

My Commission Expires:

May 27, 1996

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

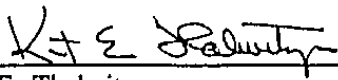
FILED
95 APR 24 PM 12:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

That FLORIDA NIGHT'S VALET, INC. desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at Orlando, Orange County, State of Florida, has named Kurt E. Thalwitzer as its agent to accept service of process within the State.

ACKNOWLEDGMENT

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


Kurt E. Thalwitzer
(Registered Agent)