

TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
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TALLAHASSEE, FL 32303
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((H96000003018)))
OR P.A.

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION

NAME: ONE PARKING SYSTEMS, INC.
FAX AUDIT NUMBER: H96000003018
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96 MAR-4 PM 1:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ENCLOSURE TO NO. 10

80-1113 4-111996

SECRET

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**ARTICLES OF INCORPORATION
OF
ONE PARKING SYSTEMS, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber(s) to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - NAME AND ADDRESS

The name of the corporation is:

ONE PARKING SYSTEMS, INC.

Its principal office and mailing address shall be located at

2860 S.W. 37th Court

Miami, Florida. 33134

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue **ONE HUNDRED** shares (100) of five dollars (\$5.00) par value Common Stock, which shall be designated "**COMMON SHARES**"

Document prepared by: Fernando Jimeno 19754 NW 61 Ave Miami, Fl. 33015 (305) 621-4842

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ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and address of the Initial Registered Agent of this Corporation is:

IRVING A. BORGE
2860 S.W. 37th Court
Miami, FL. 33134

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have ONE (1) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

IRVING A. BORGE
2860 S.W. 37th Court
Miami, FL. 33134

President - Secretary

ARTICLE VII - INCORPORATOR

The name and address of the incorporator of this corporation is:

IRVING A. BORGE
2860 S.W. 37th Court
Miami, FL. 33134

IN WITNESS WHEREOF, the undersigned subscriber(s) acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 28th day of February, 1996


IRVING A. BORGE incorporator

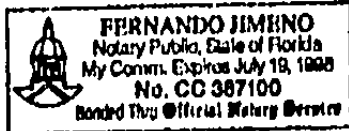
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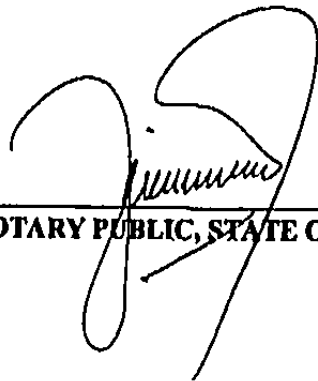
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**STATE OF FLORIDA
COUNTY OF DADE**

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared **IRVING A. BORGE** known to me and known to be the person(s) who executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid this 28th day of February, 1996





NOTARY PUBLIC, STATE OF FLORIDA

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**CERTIFICATE OF REGISTERED AGENT
OF
ONE PARKING SYSTEMS, INC.**

Pursuant to Florida Statutes Sections 48.091 and 607.034, the following is submitted: The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at

2860 S.W. 37th Court
Miami, FL. 33134

has name

IRVING A. BORGE

located at the aforesaid address, as its Registered Agent to accept service of process within this State.

ACKNOWLEDGMENT

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 Florida Law in keeping open said office.

Irving A Borge
IRVING A. BORGE
Registered Agent

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TALLAHASSEE, FLORIDA

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