

4/02/96

FLORIDA DIVISION OF CORPORATIONS

11:31 AM

TELEPHONE ACCESS

((H9600004739))

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TO: DIVISION OF CORPORATIONS

FROM: HODGSON, RUSS, ANDREWS, ET AL

DEPARTMENT OF STATE

2500 GLENDALE ROAD

STATE OF FLORIDA

SUITE 400

401 EAST GATHER STREET

BUCA RATON FL 33431-410-0000

TALLAHASSEE, FL 32399

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: TIMELY VALET SERVICE, INC.

FAX AUDIT NUMBER: H96000004739

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



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**HODGSON RUSS
ANDREWS
WOODS &
GOODYEAR**
ATTORNEYS AT LAW

21XX Glades Road
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Albany
New Haven
Buffalo
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Rochester
Milwaukee
Chicago

December 28, 1995

VIA TELECOPY

Secretary of State
409 E. Gaines Street
Tallahassee, Florida 32302

Dear Sir:

RE: Timely Valet Service, Inc.

Please find attached the Articles of Incorporation for
Timely Valet Service, Inc.. Please charge our account and forward
a certified copy to the undersigned.

If you have any questions, please call 1-800-331-1025.

Very truly yours,


Mary Fritze
Legal Assistant

Attachment

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RECEIVED
96 APR -3 PM 12:56
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION
OF
TIMELY VALET SERVICE, INC.

ARTICLE I

NAME

The name of this corporation is: TIMELY VALET SERVICE,
INC.

ARTICLE II

COMMENCEMENT OF CORPORATE EXISTENCE

The existence of the Corporation shall commence at the
time and date of filing of these Articles by the Department of
State of the State of Florida.

ARTICLE III

PURPOSE

The Corporation is organized for the purpose of the
transaction of any or all lawful business for which corporations
may be incorporated under the Florida Business Corporation Act.

ARTICLE IV

CAPITAL SHARES

The number of shares that the Corporation is authorized
to have outstanding at any time is 5,000 common shares of the par
value of \$1.00 each.

THIS INSTRUMENT PREPARED BY:

Paul E. Roman, Esq.

Hodgson, Russ, Andrews, Woods & Goodyear, LLP

2000 Glades Road, Suite 400

Boca Raton, Florida 33431

Telephone: (407) 394-0500

Florida Bar No. 0586633

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TALLAHASSEE, FLORIDA

ARTICLE VI

INITIAL REGISTERED OFFICE AND INITIAL REGISTERED AGENT

The street address of the initial registered office of the Corporation is 2000 Glades Road, Suite 400, Boca Raton, Florida 33431; and the name of the initial registered agent of the Corporation is HRAWG Corp.

ARTICLE VII

PRINCIPAL OFFICE/MAILING ADDRESS OF THE CORPORATION

The principal office/mailing address of the Corporation is:

2000 Glades Road, Suite 400
Boca Raton, Florida 33431

ARTICLE VIII

INCORPORATOR

The name and street address of the Incorporator of the Corporation is:

Paul E. Roman
2000 Glades Road, Suite 400
Boca Raton, Florida 33431

IN WITNESS WHEREOF, I have made and executed these Articles of Incorporation this 2nd day of April, 1996.


Paul E. Roman, Incorporator

H96000004739

CERTIFICATE OF DESIGNATION

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been appointed as registered agent and to accept service of process for the above-named Corporation at the place described in the foregoing Articles of Incorporation, the undersigned hereby accepts the appointment as registered agent and agrees to act in such capacity. Further, it agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and states that it is familiar with and accepts the obligations of its position as registered agent.

HRAWG Corp.

BY:

Larry Corman
Larry Corman, Vice President

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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