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Joseph A. Murphy, III  
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June 5, 1996

Secretary of State  
Division of Corporations  
Department of State  
P.O. Box 6327  
Tallahassee, FL 32301

300001856973  
-06/10/96--01023--012  
\*\*\*\*122.50 \*\*\*\*122.50

Re: Elite Valet Parking Service, Inc.

Dear Sir:

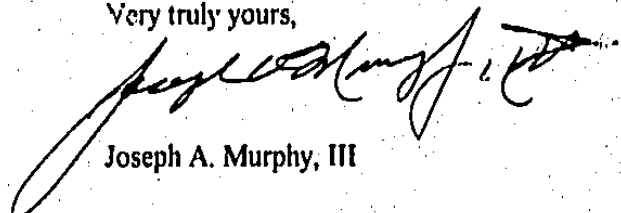
Enclosed please find the original and two copies of the Articles of Incorporation for the above corporation.

Also enclosed is a check in the amount of \$122.50 to cover your costs of filing the corporation.

I would appreciate your filing these Articles of Incorporation and mailing me a certified copy of same, together with a Certificate of Incorporation.

Thank you for your courtesies.

Very truly yours,



Joseph A. Murphy, III

JAM/ks  
encl.

FILED  
96 JUN 10 AM 8:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

BROWN JUN 12 1996

ARTICLES OF INCORPORATION  
OF  
ELITE VALET PARKING SERVICE, INC.

FILED  
96 JUN 10 AM 8:45  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator for the purposes of forming a business corporation under the laws of the State of Florida, adopts the following Articles of Incorporation for such Corporation.

ARTICLE ONE

The name of the corporation is ELITE VALET PARKING SERVICE, INC.

ARTICLE TWO

The principal office of the corporation, the mailing address for the corporation, the street address of the corporation's initial registered office is:

2497 Ranch House Road  
West Palm Beach, FL 33406

ARTICLE THREE

The name of the registered agent at the above address is:

GARY MAYO  
2497 Ranch House Road  
West Palm Beach, FL 33406

ARTICLE FOUR

The corporation is authorized to issue 500 shares of common stock at \$1.00 par value. Initially there shall be only one class of stock. All of said stock shall be payable in cash, real or

personal property, or labor in lieu of cash, at fair market value.

#### ARTICLE FIVE

The corporation elects to have preemptive rights, so that the shareholders of the corporation have the right to acquire proportional amounts of the corporation's unissued shares upon the decision of the Board of Directors to issue them, such preemptive rights shall be granted on uniform terms and conditions prescribed by the Board of Directors.

#### ARTICLE SIX

The life of the corporation shall be perpetual unless otherwise amended at later date, and shall commence on the date of filing of these articles.

#### ARTICLE SEVEN

The main purpose of the corporation shall be valet parking cars.

#### ARTICLE EIGHT

The corporation shall initially have one director which number may be increased or decreased from time to time by majority vote of the shareholders, but which may never be less than one.

#### ARTICLE NINE

The name and address of the individual who is the incorporator:

Gary Mayo  
2497 Ranch House Road  
West Palm Beach, FL 33406

#### ARTICLE TEN

The general officers and the names of the individuals who shall initially serve in such offices are as follows:

President	Gary Mayo
Vice-President	Gary Mayo
Secretary	Gary Mayo
Treasurer	Gary Mayo

#### ARTICLE ELEVEN

The name and post office address of the subscribers to these Articles of Incorporation, the number of shares they agree to take and value of the consideration to be paid therefor is as follows:

<u>SUBSCRIBER</u>	<u>ADDRESS</u>	<u>SHARES</u>	<u>CONSIDERATION</u>
Gary Mayo	2497 Ranch House Rd. West Palm Beach, FL 33406	250	\$250.00

#### ARTICLE TWELVE

The By-Laws of the corporation shall be established at the first meeting of the Board of Directors. They may be amended or rescinded by majority vote of the Board of Directors from time to time.

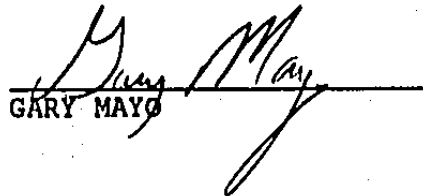
#### ARTICLE THIRTEEN

Meetings of the Shareholders, Board of Directors and Officers may be conducted, upon proper notice, by telephone or through facsimile machine should the officers, directors or shareholders be unable to attend meetings physically.

ARTICLE FOURTEEN

After incorporation, the corporation may adopt a plan agreeable to an consistent with Section 1244 of the Internal Revenue Code in connection with offering the stock of the corporation. Additionally, the corporation reserves the right to make an election as a Subchapter "S" corporation agreeable to the provisions of the U.S. Internal Revenue Code.

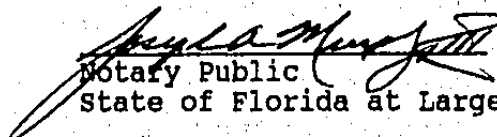
IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 3<sup>rd</sup> day of June, 1996.

  
GARY MAYO

STATE OF FLORIDA )  
COUNTY OF MARTIN )

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County aforesaid, personally appeared GARY MAYO, personally known to me to be the person who executed the foregoing Articles of Incorporation and who identified himself by Florida Drivers License # PERSONALLY KNOWN he acknowledged before me that he executed these Articles of Incorporation, and that they are true and correct.

SWORN to and subscribed before me on this 3rd day of June, 1996.

  
Notary Public  
State of Florida at Large

My commission expires:



JOSEPH A MURPHY III  
My Commission CC394224  
Expires Jul. 20, 1998  
Bonded by HAI  
800-422-1555

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

Pursuant to Chapter 48.091, Florida Statutes, the following is  
submitted in compliance with said Act:

First -- That ELITE VALET PARKING SERVICE, INC. desiring to  
organize under the laws of the State of Florida with its principal  
office, as indicated in the Articles of Incorporation at City of  
West Palm Beach, County of Palm Beach, State of Florida has named  
GARY MAYO 2497 Ranch House Road, West Palm Beach, FL 33406 being in  
the County of Palm Beach, State of Florida, as its agent to accept  
service of process within this State.

ACKNOWLEDGMENT;

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

By: Gary Mayo  
GARY MAYO  
Registered Agent

Date: 6/3/96

FILED  
96 JUN 10 AM 8:45  
CLERK OF COURT  
STATE  
OF FLORIDA