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11/18/97

FLORIDA DIVISION OF CORPORATIONS  
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ACCT#: 075364003002

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PHONE: (813) 821-7000

FAX #: (813) 822-3768

NAME: SOUTH CORE PARKING, INC.

AUDIT NUMBER.....H97000019230

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 5

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**ARTICLES OF INCORPORATION**

OF

**SOUTH CORE PARKING, INC.****EFFECTIVE DATE**11-18-97

The undersigned incorporator, by the execution of these Articles of Incorporation, does hereby form a corporation (this "Corporation") under and accept all the rights, privileges, benefits and obligations conferred and imposed by the Florida Business Corporation Act, and does hereby adopt these Articles of Incorporation of and for this Corporation in accordance with the laws of the State of Florida.

**ARTICLE I**Corporate Name

The name of this Corporation shall be:

**SOUTH CORE PARKING, INC.****ARTICLE II**Mailing Address

The street address of the initial principal office and the mailing address of this Corporation as of the time of execution of these Articles of Incorporation are both as follows:

One Progress Plaza  
Barnett Tower, Suite 2300  
200 Central Avenue  
St. Petersburg, FL 33701-4352

**THIS INSTRUMENT PREPARED BY:**

JOEL B. GILES, ESQUIRE, Florida Bar No. 350591  
Carlton, Fields, Ward, Emmanuel, Smith & Cutler, P.A.  
Barnett Tower  
One Progress Plaza, Suite 2300  
Post Office Box 2861  
St. Petersburg, Florida 33731-2861  
(813) 821-7000  
(813) 822-3768 (Facsimile)

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ARTICLES OF INCORPORATION OF  
SOUTH CORE PARKING, INC.PAGE 2

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## ARTICLE III

Capital Stock

The aggregate number of shares of capital stock authorized to be issued by this Corporation shall be 1,000,000 shares of Common Stock with a par value of \$.01 per share, all of which shares shall be designated Common Stock. Such shares together shall have unlimited voting rights and shall be entitled to receive the net assets of this Corporation upon dissolution of this Corporation.

## ARTICLE IV

Commencement of Existence

The existence of this Corporation shall commence on the date these Articles of Incorporation are executed by the incorporator of this Corporation, if these Articles of Incorporation are filed by the Department of State of the State of Florida within five (5) business days after such execution. If filed after such five (5) days, the existence of this Corporation shall commence upon the filing of these Articles by the Department of State of the State of Florida.

## ARTICLE V

Registered Office and Registered Agent

The name of this Corporation's initial registered agent at this Corporation's initial registered office, and the street address of such office, are as follows:

JOEL B. GILES  
One Progress Plaza  
Barnett Tower, Suite 2300  
200 Central Avenue  
St. Petersburg, FL 33701-4352

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ARTICLES OF INCORPORATION OF  
SOUTH CORE PARKING, INC.  
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**ARTICLE VI****Incorporator**

The name and street address of the incorporator of this Corporation are as follows:

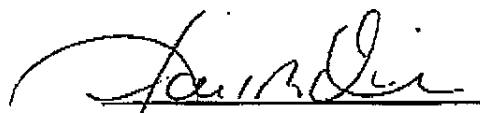
JOEL B. GILES  
One Progress Plaza  
Barnett Tower, Suite 2300  
200 Central Avenue  
St. Petersburg, FL 33701-4352

**ARTICLE VII****Initial Board of Directors**

The initial Board of Directors of this Corporation shall consist of one (1) member who, subject to these Articles of Incorporation, the Bylaws of this Corporation and applicable law, shall hold office until the earlier to occur of the first annual meeting of stockholders of this Corporation or the first special meeting of stockholders of this Corporation one of the purposes of which is to elect directors of this Corporation, or until such earlier time as a successor or successors has or have been duly elected and qualified. Set forth below are the name and mailing address of the initial director:

JOEL B. GILES  
One Progress Plaza  
Barnett Tower, Suite 2300  
200 Central Avenue  
St. Petersburg, FL 33701-4352

**IN WITNESS WHEREOF**, the undersigned incorporator has executed these Articles of Incorporation this 18th day of November, 1997.

  
\_\_\_\_\_  
JOEL B. GILES, Incorporator

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SENT BY:CARLTON FIELDS

;11-18-97 ; 5:24PM ;

CARLTON FIELDS→ Department of State:# 5/ 5

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**ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT**

The undersigned, JOEL B. GILES, having been appointed registered agent for the above named corporation, does hereby accept such appointment and agrees and consents to act in such capacity. The undersigned is familiar with, and accepts, the obligations of a registered agent imposed by the Florida Business Corporation Act.

**DATED** this 18th day of November, 1997.

  
\_\_\_\_\_  
**JOEL B. GILES**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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