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FLORIDA DIVISION OF CORPORATIONS

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FROM: BILZIN, SUMBERG DUNN PRICE & AXELROD LLP  
075350000132

ACCT#:

CONTACT: KENDALL SPARKMAN  
PHONE: (305)374-7580  
(305)350-2446

FAX #:

NAME: AP LUXURY PARKING, INC.

AUDIT NUMBER.....H98000013314

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

CERT. OF STATUS..0

PAGES..... 3

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98 JUL 17 PM 3:28

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7-17-98  
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Fax Audit No. H98- 13314EFFECTIVE DATE  
7-15-98ARTICLES OF INCORPORATION  
OF  
AP LUXURY PARKING, INC.FILED  
98 JUL 17 PM 3:28  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDAARTICLE I -- NAME

The name of this corporation is AP LUXURY PARKING, INC.

ARTICLE II -- PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of this corporation are:

2922 S.W. 26th Street  
Miami, Florida 33133ARTICLE III -- PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV -- CAPITAL STOCK

The aggregate number of shares which this corporation shall have authority to issue is One Thousand (1000) shares of common stock, all of which are to have a par value of One Dollar (\$1.00).

ARTICLE V -- INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is:

2922 S.W. 26th Street  
Miami, Florida 33133;

and the name and address of the initial registered agent of this corporation are:

NameAddress

Rolando Puch

2922 S.W. 26th Street  
Miami, Florida 33133.This instrument prepared by:  
Jacob J. Givner, Esquire  
Florida Bar No. 850705  
BILZIN SUMBERG DUNN PRICE & AXELROD LLP  
2500 First Union Financial Center  
Miami, Florida 33131-2336  
Telephone: 305-374-7580

Fax Audit No. H98-13314**ARTICLE VI -- COMMENCEMENT**

This corporation shall commence as of 12:01 A.M., July 15, 1998.

**ARTICLE VII -- INITIAL BOARD OF DIRECTORS**

The initial Board of Directors of this corporation shall be comprised of two (2) persons. The number of directors may be either increased or decreased from time to time as provided for in the By-laws of the corporation, but shall never be fewer than one. The name and address of the initial directors of this corporation are:

<u>Name</u>	<u>Address</u>
Rolando Puch	2922 S.W. 26th Street Miami, Florida 33133
Eduardo Arauz	21713 Wapford Way Boca Raton, Florida 33486

**ARTICLE VIII -- INCORPORATOR**

The name and address of the person signing these Articles of Incorporation as incorporator are:

<u>Name</u>	<u>Address</u>
Rolando Puch	2922 S.W. 26th Street Miami, Florida 33133

**ARTICLE IX -- BY-LAWS**

The power to alter, amend or repeal the By-laws of this corporation shall be vested in each of the Board of Directors and the shareholders of this corporation. The shareholders of this corporation may amend or adopt a by-law that fixes a greater quorum or voting requirement for shareholders (or voting groups of shareholders) than is required by law.

**ARTICLE X -- INDEMNIFICATION**

This corporation shall indemnify any officer, director or incorporator, or any former officer, director or incorporator, of this corporation to the fullest extent permitted by law.

Fax Audit No. H98- 13314**ARTICLE XI - AMENDMENT**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation as incorporator thereof and in acceptance of his appointment as registered agent therein as of the 15<sup>th</sup> of July, 1998.

  
\_\_\_\_\_  
Rolando Puch, Incorporator and Registered Agent

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TALLAHASSEE, FLORIDA