



THE UNITED STATES  
CORPORATION  
COMPANY

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99 JUN 24 AM 8:26

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 286477 7156460

AUTHORIZATION :

Patricia Pignato

COST LIMIT : \$ 78.75

ORDER DATE : June 24, 1999

ORDER TIME : 3:02 PM

ORDER NO. : 286477-015

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CUSTOMER NO: 7156460

CUSTOMER: David J. Berger, Esq  
DAVID J. BERGER, ESQ  
DAVID J. BERGER, ESQ  
1221 Brickell Avenue

Miami, FL 33131

DOMESTIC FILING

NAME: SUN PARKING CORPORATION

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: James Guy

EXAMINER'S INITIALS:

JH 6/25/99

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TALLAHASSEE, FLORIDA

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
SUN PARKING CORPORATION

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

SUN PARKING CORPORATION

The address of the principal office of this corporation shall be 1836 West 23rd Street, Miami Beach, Florida 33140 and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS.

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000,000 shares of common stock having \$0.01 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have three Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Morris I. Berger      10041 S.W. 2nd Street  
Dir.      Plantation, Florida 33324

David J. Berger      1836 West 23rd Street  
Dir.      Miami Beach, Florida 33140

Richard Brown      10041 S.W. 2nd Street  
Dir.      Plantation, Florida 33324

ARTICLE VII. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Morris I. Berger 10041 S.W. 2nd Street  
Pres. Plantation, Florida 33324

David J. Berger 1836 West 23rd Street  
V.Pres./Sec. Miami Beach, Florida 33140

Richard Brown 10041 S.W. 2nd Street  
V.Pres. Plantation, Florida 33324

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company  
1201 Hays Street  
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on June 24, 1999.

CORPORATION SERVICE COMPANY

By:

Laura R. Dunlap  
Its Agent, Laura R. Dunlap

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ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

By: Laura R. Dunlap  
Its Agent, Laura R. Dunlap

ACG/jgy