

P95000022348

TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RECEIVED
MARCH 17 11 35 AM
FILED

SUBJECT: INTERNATIONAL PARKING SYSTEMS INC.

Enclosed please find an original and one(1) copy of the Articles of Incorporation for the above corporation and check in the amount of \$ 122.50.

FROM:

James G. Hutchens, Jr., CPA
5991 Chester Avenue Suite 209
Jacksonville, Florida 32217
(904) 730-0411

Note: Additional copy of articles is needed only when certified copy is requested.

*BOB
3/20/95
889 P95 22348*

*3/20/95
Per Mr. Hutchens,
correct corp. name.
BOB*

**ARTICLES OF INCORPORATION
OF
~~GRACEY'S ITALIAN ICES, INC.~~
INTERNATIONAL PARKING SYSTEMS, INC.**

The undersigned incorporator, for the purpose of forming a corporation pursuant to the provisions of Chapter 607, Florida Statutes, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:
International Parking Systems, Inc.

The principal place of business of this corporation shall be:
4095 U.S. Route 1
Suite 52-280
Monmouth Junction, New Jersey 08852

ARTICLE II NATURE OF BUSINESS

The specific nature of business shall be:
Parking meter sales & service

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is:

100,000 shares at \$.50 per value

ARTICLE IV TERM OF EXISTANCE

The corporation is to exist perpetually.

ARTICLE V OFFICERS/DIRECTORS

The name and street address of the initial officer and director, if any, who shall hold office the first year of the corporation's existence or until their successor is elected, is:

Barry Mason
2076 Southampton Rd.
Jacksonville, Florida 32216

FILED
NOV 11 1988
CLERK OF COURT
JACKSONVILLE, FLORIDA

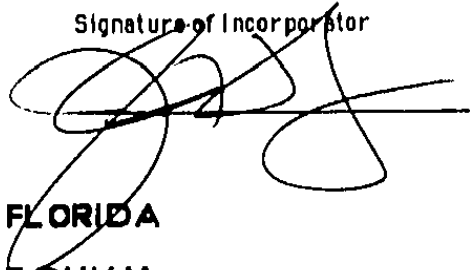
ARTICLE VI INCORPORATOR

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

James G. Hutchens, Jr.
5991 Chester Avenue Suite 209
Jacksonville, Florida 32217

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 20th day of February, 1995.

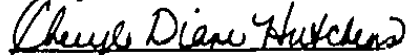
Signature of Incorporator



**STATE OF FLORIDA
COUNTY OF DUVAL**

THE FOREGOING instrument was acknowledged and sworn to before me this 20th day of February, 1995, by James G. Hutchens, Jr. of International Parking Systems, Inc.

Notary Public



My Commission Expires

5-1-96

**OFFICIAL NOTARY SEAL
CHERYL DIANE HUTCHENS
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC 195431
MY COMMISSION EXP. MAY 1, 1996**

(SEAL)
ARTICLES OF INCORPORATION FILING FEE: \$ 35.00

**CERTIFICATE DESIGNATING
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is International Parking Systems, Inc.

2. The name and address of the registered agent and office is
James G. Hutchens, Jr. CPA
5991 Chester Avenue Suite 209
Jacksonville, Florida 32217

Signature _____

Title _____

Date _____

2/20/95

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

Signature _____

Date _____

2/20/95

REGISTERED AGENT FILING FEE: \$ 35.00