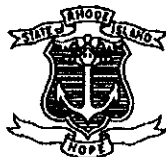


Filing and License Fee: \$310.00 minimum



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Division of Business Services
148 W. River Street
Providence, Rhode Island 02904-2615

BUSINESS CORPORATION

APPLICATION FOR CERTIFICATE OF AUTHORITY

RECEIVED
SECRETARY OF STATE
CORPORATIONS DIV
2016 JAN 15 AM 11:57

Pursuant to the provisions of Section 7-1.2-1405 of the General Laws of Rhode Island, 1956, as amended, the undersigned foreign corporation hereby applies for a Certificate of Authority to transact business in the State of Rhode Island, and for that purpose submits the following statement:

- 1. The name of the corporation is CENTRAL PARKING SYSTEM, INC.
2. It is incorporated under the laws of Tennessee
3. The name, if different, which it elects to use in Rhode Island is:

(a) If the name of the corporation in its jurisdiction of incorporation does not contain the word "corporation", "company", "incorporated", or "limited" or an abbreviation thereof, then list the name of the corporation with the addition of one of the above corporate endings for use in Rhode Island:

(b) If the corporate name is not available in Rhode Island, then set forth below the fictitious name under which the corporation will qualify and transact business in Rhode Island as stated in the "Fictitious Business Name Statement" to be filed with this application:

- 4. The date of its incorporation is 12/28/1967 and the period of its duration is perpetual
5. The address of its principal office is 200 E. Randolph, Suite 7700, Chicago, IL 60601
6. The address of its proposed registered office in Rhode Island is 222 Jefferson Boulevard, Suite 200 (Street Address, not P.O. Box)

Warwick, RI 02888 and the name of its proposed registered agent in Rhode Island at (City/Town) (Zip Code)

that address is Corporation Service Company (Name of Agent)

- 7. The purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are: parking facilities management and related services.

- 8. (a) The names and respective addresses of its directors (optional unless directors are required under the laws of the state or country of which it is incorporated).

Table with 2 columns: Name, Address. Row 1: G. Marc Baumann, same as principal office. Row 2: (blank), FILED. Row 3: (blank), JAN 15 2016. Row 4: (blank), (blank).

BY [Signature] 11:57

(b) The names and respective addresses of its principal officers (mandatory if directors are not required under the laws of the state or country of which it is incorporated).

	<u>Name</u>	<u>Address</u>
CEO <del>President</del>	<u>G. Marc BAUMANN</u>	<u>Same as principal office</u>
<del>Vice-President</del>	<u>Robert Toy</u>	<u>507 Mainstream Drive, Nashville, TN 37228</u>
Treasurer	<u>Vance Johnston</u>	<u>same as principal office</u>
Secretary	<u>Robert Sacks</u>	<u>same as principal office</u>


9. The aggregate number of shares which it has authority to issue; itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value or Statement that Shares are without Par Value</u>
<u>2,000</u>	<u>common</u>	<u>N/A</u>	<u>NO par</u>

10. (a) \$ 2,822,010 = An estimate of the value of all property to be owned by the corporation for the following year, wherever located.
- (b) \$ 209,014 = An estimate of the value of the corporation's property to be located within Rhode Island during the following year.
- (c) .072648% = An estimate, expressed as a percentage, of the proportion that the estimated value of the property of the corporation to be located within this state during the following year bears to the value of all property of the corporation to be owned during the following year, wherever located. *{divide (b) by (a) and multiply by 100 to obtain the percentage}*
11. (a) \$ 124,351,858 = An estimate of the gross amount of business to be transacted by the corporation during the following year.
- (b) \$ 8,048,006 = An estimate of the gross amount of business to be transacted by the corporation at or from places of business in Rhode Island during the following year.
- (c) .0647196% = An estimate, expressed as a percentage, of the proportion that the gross amount of business to be transacted by the corporation at or from places of business in this state during the following year bears to the gross amount thereof which will be transacted by the corporation during the following year. *{divide (b) by (a) and multiply by 100 to obtain the percentage}*
12. This application is accompanied by a certificate of Good Standing issued by the proper officer of the state or country under the laws of which it is incorporated.
13. This Application for Certificate of Authority shall be effective upon filing unless a specified date is provided which shall be no later than the 90th day after the date of this filing upon filing.

Under penalty of perjury, I declare and affirm that I have examined this Application for Certificate of Authority, including any accompanying attachments, and that all statements contained herein are true and correct.

Date: 1-13-2016

  
 Signature of Authorized Officer of the Corporation  
Robert Toy, President  
 Type or Print Name of Authorized Officer



**STATE OF TENNESSEE**  
**Tre Hargett, Secretary of State**  
Division of Business Services  
William R. Snodgrass Tower  
312 Rosa L. Parks AVE, 6th FL  
Nashville, TN 37243-1102

**CORPORATION SERVICE COMPANY**  
2711 CENTERVILLE ROAD  
WILMINGTON, DE 19808

November 25, 2015

**Request Type: Certificate of Existence/Authorization**  
Request #: 0186160

Issuance Date: 11/25/2015  
Copies Requested: 1

**Document Receipt**

Receipt #: 002323992 Filing Fee: \$22.25  
Payment-Credit Card - State Payment Center - CC #: 166047981 \$22.25

**Regarding: CENTRAL PARKING SYSTEM, INC.**  
Filing Type: For-profit Corporation - Domestic Control #: 5746  
Formation/Qualification Date: 12/28/1967 Date Formed: 12/28/1967  
Status: Active Formation Locale: TENNESSEE  
Duration Term: Perpetual Inactive Date:  
Business County:

**CERTIFICATE OF EXISTENCE**

I, Tre Hargett, Secretary of State of the State of Tennessee, do hereby certify that effective as of the issuance date noted above

**CENTRAL PARKING SYSTEM, INC.**

- \* is a Corporation duly incorporated under the law of this State with a date of incorporation and duration as given above;
- \* has paid all fees, taxes and penalties owed to this State (as reflected in the records of the Secretary of State and the Department of Revenue) which affect the existence/authorization of the business;
- \* has filed the most recent annual report required with this office;
- \* has appointed a registered agent and registered office in this State;
- \* has not filed Articles of Dissolution or Articles of Termination. A decree of judicial dissolution has not been filed.

RECEIVED STATE  
SECRETARY OF STATE  
CORPORATIONS DIV  
2015 NOV 15 AM 11:07

Tre Hargett  
Secretary of State

Processed By: Cert Web User

Verification #: 015006717



State of Rhode Island and Providence Plantations  
**Department of State | Office of the Secretary of State**  
**Nellie M. Gorbea**, *Secretary of State*

I, NELLIE M. GORBEA, Secretary of State of the State of Rhode Island  
and Providence Plantations, hereby certify that this document, duly executed in  
accordance with the provisions of Title 7 of the General Laws of Rhode Island, as  
amended, has been filed in this office on this day:

A handwritten signature in blue ink, appearing to read "Nellie M. Gorbea". The signature is fluid and cursive, written in a professional style.

Nellie M. Gorbea  
*Secretary of State*

