

# F07000002105

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## FOREIGN PROFIT/NONPROFIT CORPORATION

Vanguard Car Rental USA Holdings Inc.

Certificate of Status	0
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*C.S. 4-20*

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT  
BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO  
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. VANGUARD CAR RENTAL USA HOLDINGS INC.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"  
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware 3. 14-1892904  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 08/08/2003 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification  
(Date first transacted business in Florida, if prior to registration)  
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 6929 N. Lakewood Avenue, Suite 100, Tulsa, OK 74117-1808  
(Principal office address)  
6929 N Lakewood Avenue, Suite 100, Tulsa OK 74117-1808  
(Current mailing address)

8. Holding Company.  
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida 33324  
(City) (Zip code)

10. Registered agent's acceptance:

*Having been named as registered agent and to accept service of process for the above stated corporation at the place  
designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I  
further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties,  
and I am familiar with and accept the obligations of my position as registered agent.*

C T Corporation System

By: *John J. Linnihan*  
(Registered agent's signature)

John Linnihan, Asst. VP

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to  
the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction  
under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**A. DIRECTORS SEE ATTACHMENT**

Chairman: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

**B. OFFICERS SEE ATTACHMENT**

President: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Secretary: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13.  \_\_\_\_\_  
(Signature of Director or Officer listed in number 12 of the application)

14. Wealey C. Fradenburg, Senior Vice President, General Counsel and Secretary \_\_\_\_\_  
(Typed or printed name and capacity of person signing application)

**Attachment to Florida  
Officers & Directors**

- 1 **Full Name:** William E. Lobeck  
**Officer/Director:** Officer  
**Officer's Title:** President and CEO  
**Director's Title:**  
**Business Address:** 6929 N. Lakewood Avenue, Suite 100  
**City:** Tulsa  
**State:** OK  
**ZIP Code:** 74117-1808
- 2 **Full Name:** Thomas C. Kennedy  
**Officer/Director:** Officer  
**Officer's Title:** Executive Vice President and CFO  
**Director's Title:**  
**Business Address:** 6929 N. Lakewood Avenue, Suite 100  
**City:** Tulsa  
**State:** OK  
**ZIP Code:** 74117-1808
- 3 **Full Name:** Jeffrey J. Parell  
**Officer/Director:** Officer  
**Officer's Title:** Executive Vice President and COO  
**Director's Title:**  
**Business Address:** 6929 N. Lakewood Avenue, Suite 100  
**City:** Tulsa  
**State:** OK  
**ZIP Code:** 74117-1808
- 4 **Full Name:** Wesley C. Fredenburg  
**Officer/Director:** Officer  
**Officer's Title:** Senior Vice President, General Counsel and Secretary  
**Director's Title:**  
**Business Address:** 6929 N. Lakewood Avenue, Suite 100  
**City:** Tulsa  
**State:** OK  
**ZIP Code:** 74117-1808

5 Full Name: Gerard J. Kennell  
Officer/Director: Officer  
Officer's Title: Senior Vice President and Treasurer  
Director's Title:  
Business Address: 6929 N. Lakewood Avenue, Suite 100  
City: Tulsa  
State: OK  
ZIP Code: 74117-1808

6 Full Name: William E. Lobeck  
Officer/Director: Director  
Officer's Title:  
Director's Title: Director  
Business Address: 6929 N. Lakewood Avenue, Suite 100  
City: Tulsa  
State: OK  
ZIP Code: 74117-1808

7 Full Name: Thomas C. Kennedy  
Officer/Director: Director  
Officer's Title:  
Director's Title: Director  
Business Address: 6929 N. Lakewood Avenue, Suite 100  
City: Tulsa  
State: OK  
ZIP Code: 74117-1808

8 Full Name: Gerard J. Kennell  
Officer/Director: Director  
Officer's Title:  
Director's Title: Director  
Business Address: 6929 N. Lakewood Avenue, Suite 100  
City: Tulsa  
State: OK  
ZIP Code: 74117-1808

# Delaware

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*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "VANGUARD CAR RENTAL USA HOLDINGS INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE EIGHTEENTH DAY OF APRIL, A.D. 2007.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



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070450399

*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State  
AUTHENTICATION: 5604962

DATE: 04-18-07