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TRANSMITTAL LETTER

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

1000001103130051
-05/29/96--01137--007
*****78.75 *****78.75

SUBJECT: Caribe Car Retail, Corporation
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

Additional Copy Required

FROM: Fernando Paris
Name (printed or typed)
9351 Chandan Dr
Address
Orlando, FL 32825
City, State & Zip
14071 277-9539
Daytime Telephone number

REC'D BY MAIL
MAY 22 1996
FLORIDA
DIVISION OF CORPORATIONS
RECEIVED
MAY 22 1996
FLORIDA
DIVISION OF CORPORATIONS

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION
OF
CARLINE CAR RETAIL, CORPORATION

STATE OF FLORIDA

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is: CARLINE CAR RETAIL, CORPORATION.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for purpose of engaging in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue five hundred (500) shares of common stock having a par value of one dollar (\$1.00) per share.

ARTICLE V - PRINCIPAL OFFICE AND ADDRESS

The principal office and address of this corporation is:

8710 E. Colonial Dr
Orlando, FL 32817

ARTICLE VI - REGISTERED AGENT NAME AND REGISTERED OFFICE

The name of registered agent and registered office of this corporation are:

Luz M. Turrado
5885 Mallory St
Orlando, FL 32822

ARTICLE VII - INITIAL DIRECTORS

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The name of the

initial directors of the corporation are:

President,

Luz M. Iturralde

Vice-President - Secretary

Zaritza Ariaga

ARTICLE VIII - INCORPORATORS

The name and address of the persons signing these Articles of Incorporation as subscribers are:

Luz M. Iturralde
5885 Mallory St.
Orlando, FL 32822

Zaritza Ariaga
2213 Altapice Ave
Orlando, FL 32837

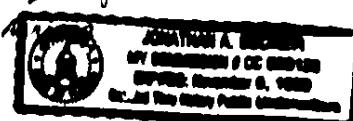
IN WITNESS WHEREOF, the undersigned as incorporators, have executed these Articles of Incorporation, this

Luz M. Iturralde

Luz M. Iturralde

Zaritza Ariaga

Zaritza Ariaga



STATE OF FLORIDA

COUNTY OF ORLANDO

The foregoing instrument was acknowledged before me this
24th day of MAY, 1976, by Luz M. ITURRALDE AND ZARITZA ARIAGA
who is personally known to me or who has produced
FLORIDA DRIVER LICENSE as identification.

CERTIFICATE OF DESIGNATION
OF REGISTERED AGENT AND OFFICE FOR
CARRY CAR RENTAL, CORPORATION

Pursuant to Florida Statutes, Section 607.0501 the undersigned corporation
organized under the laws of the State of Florida, submits the following
Certificate and Acknowledgment of Registered Agent:

CERTIFICATE OF ACKNOWLEDGMENT
OF REGISTERED AGENT

Having been named to accept service of process for the above stated
corporation at the place designated in this certificate, I hereby accept
to act in this capacity, and agree to comply with the provisions of
Florida law in keeping open said office at 8710 E. Colonial Dr Orlando
FL 32817

STATE OF FLORIDA

COUNTY OF: ORANGE

The foregoing instrument was acknowledged before me this
24 day of MAY, 1971, by LUCILLE M. MURRAY
who is personally known to me or who has produced
FINGER PRINTS AS IDENTIFICATION.

J. Rodriguez
Lucille M. Murray

