

FILE NOW: FILING FEE AFTER MAY 1ST IS \$550.00

FILED  
May 18 1998 8:00am  
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # 852627 (9)  
1. Corporation Name  
BUDGET RENT-A-CAR SYSTEMS, INC.

Principal Place of Business  
4225 NAPERVILLE RD.  
LISLE IL 60532

Mailing Address  
4225 NAPERVILLE RD.  
LISLE IL 60532



DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 04/20/1982	
21	Suite, Apt. #, etc.	26	Suite, Apt. #, etc.	4. FEI Number 36-2603118	Applied For Not Applicable
22	City & State	27	City & State	5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
23	Zip	28	Zip	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
24	Country	29	Country	8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input type="checkbox"/> No	

9. Name and Address of Current Registered Agent		10. Name and Address of New Registered Agent	
CT CORPORATION SYSTEM 1200 S. PINE ISLAND ROAD PLANTATION FL 33324		81 Name	
		82 Street Address (P.O. Box Number is Not Acceptable)	
		83	
		84 City	
		FL 85 Zip Code	

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE

Signature, typed or printed name of registered agent and title if applicable

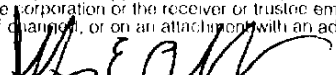
(NOTE: Registered Agent Signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	CEO	1.1 TITLE	CEO
NAME	FRAZEE, JACK A.	1.2 NAME	MILLER, SANFORD
STREET ADDRESS	4225 NAPERVILLE ROAD	1.3 STREET ADDRESS	125 BASIN STREET
CITY-ST-ZIP	LISLE IL	1.4 CITY-ST-ZIP	DAYTONA BEACH, FL 32114
TITLE	VT	2.1 TITLE	
NAME	WORTHLEY, STEPHEN G.	2.2 NAME	
STREET ADDRESS	4225 NAPERVILLE RD.	2.3 STREET ADDRESS	
CITY-ST-ZIP	LISLE IL	2.4 CITY-ST-ZIP	
TITLE	AT	3.1 TITLE	
NAME	OLSBURG, JEFFREY E.	3.2 NAME	
STREET ADDRESS	4225 NAPERVILLE RD	3.3 STREET ADDRESS	
CITY-ST-ZIP	LISLE IL	3.4 CITY-ST-ZIP	
TITLE	V	4.1 TITLE	
NAME	APRATI, ROBERT L.	4.2 NAME	
STREET ADDRESS	4225 NAPERVILLE RD	4.3 STREET ADDRESS	
CITY-ST-ZIP	LISLE IL	4.4 CITY-ST-ZIP	
TITLE		5.1 TITLE	
NAME		5.2 NAME	
STREET ADDRESS		5.3 STREET ADDRESS	
CITY-ST-ZIP		5.4 CITY-ST-ZIP	
TITLE		6.1 TITLE	
NAME		6.2 NAME	
STREET ADDRESS		6.3 STREET ADDRESS	
CITY-ST-ZIP		6.4 CITY-ST-ZIP	

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE



Jeffrey E. Olsberg, Vice President

4/27/98

CR2E034 (10/97)