

Florida Department of State  
Division of Corporations  
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**FOREIGN PROFIT/NONPROFIT CORPORATION**

Zipcar, Inc.

Certificate of Status	0
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DIVISION OF CORPORATION

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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. Zipcar, 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. State of Delaware

(State or country under the law of which it is incorporated)

3. 04 - 3498525

(FEI number, if applicable)

4. 1 - 11 - 2000

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. 2 - 1 - 2008

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

7. 25 First Street Cambridge, MA 02141

(Principal office address)

25 First Street Cambridge, MA 02141

(Current mailing address)

8. Car Sharing Services

(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: CT Corporation System

Office Address: 1200 S. Pine Island Rd.

Plantation

(City)

Florida 33324

(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.



(Registered agent's signature)

Kristen Betzger  
Vice President

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.

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

A. DIRECTORS

Chairman: (See Attached Addendum A)

Address:

Vice Chairman:

Address:

Director:

Address:

Director:

Address:

B. OFFICERS

President: Scott W. Griffith

Address: 25 First Street Cambridge, MA 02141

Vice President:

Address:

Secretary: Jill Preotle

Address: 25 First Street Cambridge, MA 02141

Treasurer: Edward Goldfinger

Address: 25 First Street Cambridge, MA 02141

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. Edward Goldfinger CFO & Treasurer

(Typed or printed name and capacity of person signing application)

**Addendum A: Zipcar, Inc. Board of Directors**  
Last Updated : 5 / 9 / 2008

1. **Peter Aldrich - Director**  
25 First Street, 4<sup>th</sup> Floor  
Cambridge, MA 02141
2. **Donna Davis - Director**  
25 First Street, 4<sup>th</sup> Floor  
Cambridge, MA 02141
3. **James Gerson - Director**  
25 First Street, 4<sup>th</sup> Floor  
Cambridge, MA 02141
4. **Scott W. Griffith - Chairman & CEO** P  
25 First Street, 4<sup>th</sup> Floor  
Cambridge, MA 02141
5. **William Helman - Director**  
25 First Street, 4<sup>th</sup> Floor  
Cambridge, MA 02141
6. **Robert Kagle - Director**  
25 First Street, 4<sup>th</sup> Floor  
Cambridge, MA 02141
7. **Jill Preotle - Director & Secretary**  
25 First Street, 4<sup>th</sup> Floor  
Cambridge, MA 02141

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# Delaware

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*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ZIPCAR, 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 TWELFTH DAY OF MAY, A.D. 2008.

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

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

SECRETARY OF STATE  
HARRIET SMITH WINDSOR

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*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6583359

DATE: 05-12-08