

AVIS
F95000004212

Avis, Inc.

World Headquarters
3000 C. Court Road
Garden City, N.Y. 11530
Telephone (516) 221-0000

August 29, 1995

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

SEP 1 1995
DIVISION OF CORPORATIONS
TALLAHASSEE, FL 32314
*****70.00 *****70.00

Re: Agency Rent A Car System Inc.

Gentlemen/Ladies:

CT Corporation has reserved the referenced name on our behalf. At CT's request, in order to qualify the referenced entity to do business in your state, we submit herewith the following documents:

1. Application for Certificate of Authority, in duplicate;
2. Appointment of Statutory Agent;
3. Check in the sum of \$70 representing the appropriate filing fees.

Please return a copy of the enclosed application or other document evidencing the date said entity qualified to do business in your state to the undersigned in the enclosed self-addressed envelope.

Should you have any questions concerning this filing, please call the undersigned, collect, at (516) 222-4737.

Very truly yours,

Frances C. York
Frances C. York
Legal Assistant

FCY/lb
Encs.

8/31
95 AUG 30 AM 9:57
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FL 32314



FLORIDA DEPARTMENT OF STATE
Sandra B. Morham
Secretary of State

August 9, 1995

C T CORPORATION SYSTEM
660 EAST JEFFERSON STREET
TALLAHASSEE, FL 32301

The name AGENCY RENT A CAR SYSTEM INC. has been reserved for 120 days beginning August 9, 1995. The reservation number is R95000003591 and this reservation is **NONRENEWABLE**.

A reservation is not a grant of authority to use the name. It is only a withholding of a name from its availability for use by another. When the proposed document is submitted, the name will **AGAIN** be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filed as the entity name.

The Division of Corporations is a ministerial filing office and may not render any legal advice. The Division does not adjudicate the legality of any corporate name or arbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name; United States Code, Federal Trademark Act, Section 1051 (Lanham Act); Chapter 495, Florida Statutes, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 865.09, Florida Statutes (Fictitious Name Act).

If someone else submits the document for filing, it must have a copy of this letter attached.

Should you have any questions regarding this matter, please telephone (904) 488-9000, the Name Availability Section

Carolyn Batten

Letter number: 195A00037343

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 AUG 30 AM 9:57

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION 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. Agency Rent A Car System, Inc.

(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION", or words or
abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person
or partnership if not so contained in the name at present.)

2. Delaware

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

3. 11-2938043

(FEI number, if applicable)

4. September 28, 1988

(Date of Incorporation)

5. Perpetual

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

6. Upon Qualification

(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.156, F.S.))

7. 200 Old Country Road, Garden City, New York 11530

(Current mailing address)

8. replacement auto rentals

(Purpose(s) of corporation authorized in home state or country to be carried out in the state of
Florida)

9. Name and street address of Florida registered agent:

Name: C T Corporation System

Office Address: c/o C T Corporation System, 1200 South Pine
Island Road

Plantation, Florida, 33324
(Zip Code)

10. Registered agent 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 obligation of my position as registered agent.

C T Corporation System

(Registered agent's signature) (Officer)

MARGARET BERTOSEN
ASSISTANT SECRETARY

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SECRETARY
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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 addresses of officers and/or directors:

A. DIRECTORS

Chairman: see attached list of directors

Address: _____

Vice Chairman: see attached list of directors

Address: _____

Director: see attached list of directors

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: see attached list of officers

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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Treasurer: _____

Address: _____

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

13. Frances C. York
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. FRANCES C. YORK
(Typed or printed name and capacity of person signing application)

FILED
SECRETARY OF STATE
DIVISION OF RECORDS
95 AUG 30 AM 9:57

**AGENCY RENT A CAR SYSTEM, INC.
SCHEDULE OF DIRECTORS/OFFICERS**

NAME	TITLE	STREET ADDRESS
F. Robert Salerno*	President	28 Katonah Woods Road Katonah, NY 10560
Charles A. Bovino*	Executive Vice President	2 High Meadow Court Old Brookville, NY 11545
Lawrence Forezy*	Executive Vice President	64 Chestnut Lane Woodbury, NY 11797
Gerard J. Kennell*	Vice President and Treasurer	4D Eastgate Road Walmscott, NY 11975
John J. Lynch	Vice President, General Counsel and Secretary	1096 Grant Avenue Pelham Manor, NY 10803
Steven L. Greenberger	Vice President and Tax Counsel	162 High Pond Drive Jericho, NY 11753
Frances C. York	Vice President	5 Nottingham Drive Wheatley Heights, NY 11798
James R.B. Fitzsimmons	Assistant Secretary	315 E. 72 Street New York, NY 10021
Karen C. Sclafani	Assistant Secretary	14 Oak Point Drive N. Bayville, NY 11709

*Directors

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
'95 AUG 30 AM 9:57

State of Delaware
Office of the Secretary of State PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "AGENCY RENT A CAR SYSTEM, 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 TENTH DAY OF AUGUST, A.D. 1995.

RECEIVED
SECRETARY OF STATE
AUG 10 1995 9:57




Edward J. Freel, Secretary of State

2173916 8300

950180874

AUTHENTICATION:

DATE: 7604331

08-10-95

AVP **F95000004212**

An Employee-Owned Company

World Headquarters
900 Old Country Road
Garden City, New York 11530
Telephone: (516) 222-3000

February 10, 1997

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

100002089561--0
-02/17/97--01100--014
*****87.50 *****87.50

withdrawal

Re: Withdrawal of
Agency Rent A Car System, Inc.

Gentlemen:

In order to withdraw the referenced entity from doing business, enclosed for filing please find the Application by Foreign Corporation for Withdrawal of Authority, together with the \$87.50 filing fee.

Kindly forward the undersigned a certified copy of the Certificate of Withdrawal.

Very truly yours,

Frances C. York

Frances C. York
Legal Assistant

FILED
97 FEB 17 AM 10:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FCY/lb
Enc.

2/25/97
DH
DH
DH
DH
V.P. V. 1/2/97

APPLICATION BY FOREIGN CORPORATION FOR WITHDRAWAL
OF AUTHORITY TO TRANSACT BUSINESS OR CONDUCT AFFAIRS
IN FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Agency Rent A Car System, Inc.

(Name of Corporation)

Delaware

(Incorporated Under Laws Of)

This corporation is no longer transacting business or conducting affairs within the State of Florida and hereby voluntarily surrenders its authority to transact business or conduct affairs in Florida.

This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.

The following is a current mailing address to which the Department of State may mail a copy of any process against this corporation that may be served on the Department.

900 Old Country Road

(Mailing Address)

Garden City, New York 11530

(City/ State /Zip)

The corporation agrees to notify the Department of State in the future of any change in its mailing address.

Karen C. Scialfani
Signature

Assistant Secretary

Title

Karen C. Scialfani

Typed or printed name

2/11 /97

Date