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C T CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, Florida 32301

City

State

Zip

Phone

904-222-1092

CORPORATION(S) NAME

1984
011
70.00

1112

Austin New York, Inc.

- Profit
- NonProfit
- Limited Liability Company
- Foreign
- Limited Partnership
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DIVISION OF CORPORATIONS
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**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. Austin New York, 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. New York
(State or country under the law of which it is incorporated)
3. Applied For
(FEI number, if applicable)
4. August 3, 1995
(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. 115 South Mountain Road
New City, New York. 10956
(Current mailing address)
8. Any lawful act or activity as permitted by the State.
(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 obligations of my position as registered agent.

C T CORPORATION SYSTEM

Ann Marie Cummins

(Registered agent's signature) (Officer)
ANN MARIE CUMMINS
ASSISTANT SECRETARY

(Type Name and Title of Officer)

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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: David Elliman

Address: 115 South Mountain Road

New City, New York 10956

Vice Chairman: _____

Address: _____

Director: Arthur S. Penn

Address: 115 South Mountain Road

New City, New York 10956

Director: Robert Model

Address: 115 South Mountain Road

New City, New York 10956

B. OFFICERS

President: Arthur S. Penn

Address: See Above

Vice President: _____

Address: _____

Secretary: Robert Model

Address: See Above

Treasurer: David Elliman

Address: See Above

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

13. 

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. David Elliman (Chairman)

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

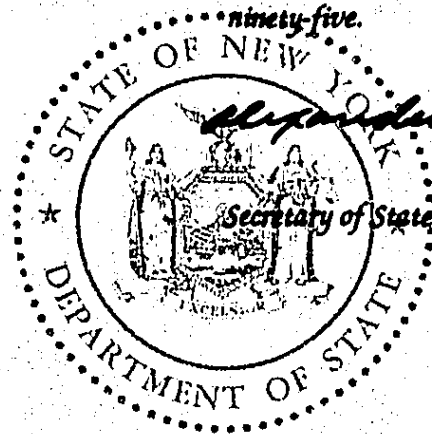
State of New York | **ss:**
Department of State

I hereby certify, that the certificate of incorporation of AUSTIN NEW YORK, INC. was filed on 08/03/1995, with perpetual duration, and that I have made a diligent examination of the index of corporation papers filed in this Department for a certificate, order, or record of a dissolution, and upon such examination, I find no such certificate, order or record, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.

Witness my hand and the official seal
of the Department of State at the City
of Albany, this 14th day of November
one thousand nine hundred and

ninety-five.

Alfred F. Treadwell



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ARTICLES OF MERGER
Merger Sheet

MERGING:

AUSTIN NEW YORK, INC., a New York corporation qualified in Florida,
F95000005636

INTO

ALAMO RENT-A-CAR, INC., a Florida corporation, 418683

File date: April 3, 1997, effective April 7, 1997

Corporate Specialist: Steven Harris