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WRITER'S DIRECT DIAL NUMBER:
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Via Federal Express

**Florida Secretary of State
Corporations Section
409 East Gaines Street
Tallahassee, FL 32399**

**Re: APPLICATION BY FOREIGN CORPORATION FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
FOR DOLLAR RENT A CAR FINANCE COMPANY**

Dear Filing Officer:

Enclosed for filing with your office are the original and two copies of an Application By Foreign Corporation For Authorization To Transact Business In Florida submitted on behalf of Dollar Rent A Car Finance Company, an Oklahoma corporation. Also enclosed is our firm check in the amount of \$70.00 for filing fees and expedited service.

Please file the enclosed and return file-stamped copies to me in the self-addressed, postage-paid return envelope.

Thank you for your prompt attention to this matter and do not hesitate to call if there are any questions.

Sincerely,

Terry E. Meier
Legal Assistant

Enclosures

TEM-3013.L1

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
JUN 11 1964
JUN 11 1964

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. Dollar Rent A Car Finance Company
(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. Oklahoma
(State or country under the law of which it is incorporated)
3. 73-1491536
(FEI number, if applicable)
4. March 8, 1996
(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. 5330 East 31st Street, Tulsa, Oklahoma 74135
(Current mailing address)
8. Lease for re-lease or rental of automobiles.
(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

See attached acceptance

(Registered agent's signature) (Officer)

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DIVISION OF CORPORATIONS
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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: _____

Treasurer: _____

Address: _____

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

13.  5/2/96
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Vicki J. Vaniman, Secretary
(Typed or printed name and capacity of person signing application)

ACCEPTANCE OF APPOINTMENT

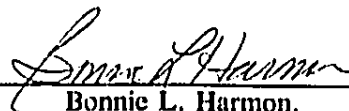
RE: DOLLAR RENT A CAR FINANCE COMPANY

Pursuant to Sections 48.091 and 607.0501, Florida Statutes, the undersigned acknowledges and accepts its appointment as registered agent of the above corporation and agrees to act in the capacity and to comply with the provisions of the Florida Business Corporation Act (1990) relative to keeping open the registered office at the address specified above. The undersigned is familiar with, and accepts the obligations of, Section 607.0505, Florida Statutes.

Dated: March 21, 1996

C T CORPORATION SYSTEM

By



Bonnie L. Harmon,
Assistant Secretary

OFFICERS AND DIRECTORS OF DOLLAR RENT A CAR FINANCE COMPANY

OFFICERS:

PRESIDENT: ROBERT J. DRVOSTEP
5330 East 31st Street
Tulsa, Oklahoma 74135

VICE PRESIDENT AND TREASURER: MICHAEL MCMAHON
5330 East 31st Street
Tulsa, Oklahoma 74135

SECRETARY: VICKI J. VANIMAN
5330 East 31st Street
Tulsa, Oklahoma 74135

ASSISTANT SECRETARY: JAMES R. RYAN
5330 East 31st Street
Tulsa, Oklahoma 74135

DIRECTORS:

GARY L. PAXTON, CHAIRMAN
9919 South Louisville
Tulsa, Oklahoma 74137

ROBERT J. DRVOSTEP
6406 East 107th Street South
Tulsa, Oklahoma 74137

VICKI J. VANIMAN
3466 South Atlanta Place
Tulsa, Oklahoma 74105

LARRY E. WOFFORD
2733 East 51st Street
Tulsa, Oklahoma 74105-6225

JAMES L. DAVIS
10421 South Richmond Place
Tulsa, Oklahoma 74137

OFFICE OF THE SECRETARY OF STATE

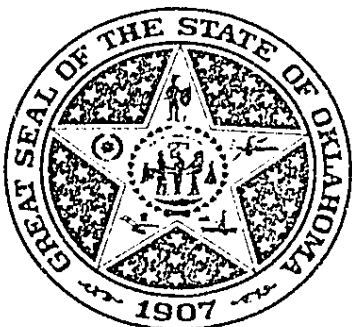


**CERTIFICATE OF GOOD STANDING
(DOMESTIC CORPORATION)**

I, THE UNDERSIGNED, Secretary of State of the State of Oklahoma, do hereby certify that I am by the laws of said State the custodian of the records of the State of Oklahoma relating to the right of corporations to transact business in this State, and am the proper officer to execute this certificate.

I FURTHER CERTIFY that DOLLAR RENT A CAR FINANCE COMPANY whose registered agent is: The Corporation Company with its registered office at 735 First National Building, Oklahoma City, Oklahoma is a corporation duly organized and existing under and by virtue of the laws of the State of Oklahoma, and is in good standing according to the records of this office. This certificate is not to be construed as an endorsement, recommendation or notice of approval of the corporation's financial condition or business activities and practices. Such information is not available from this office.

IN TESTIMONY WHEREOF, I hereto set my hand and cause to be affixed the Great Seal of the State of Oklahoma.



Done at the City of Oklahoma City, this 22nd day of
April, 1996.

Sam Cole

Secretary of State

By:

Kay Jones

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SECRETARY OF STATE
DIVISION OF CORPORATIONS