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STEPHEN A. FAUSTINI

October 17, 1997

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*****35.00 *****35.00

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: J. R. Owens, Performance Rent A Car, Inc.
Our File No. 5-97-102

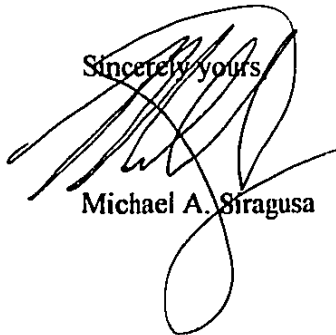
Dear Sir or Madam:

I enclose herewith one original copy of the Articles of Dissolution for filing in the above-named corporation and an Affidavit from sole director/shareholder assigning rights to use the name "Performance Rent A Car, Inc." (*Returned*)

In furtherance of the same, you will find enclosed our firm check in the amount of \$35.00, made payable to the Secretary of State, which I estimate to be sufficient funds for the filing fee.

Thank you for your assistance in this matter. Please do not hesitate to contact me or my assistant, Becky, if you have any questions or comments whatsoever.

Sincerely yours



Michael A. Siragusa

MAS:raf
Enclosures

*Becky authorized to add
date of receipt*

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF DISSOLUTION

FOR

PERFORMANCE RENT-A-CAR, INC.

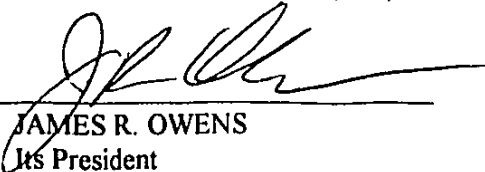
Pursuant to the provisions of Section 607.1403, Florida Statutes (1995), the undersigned hereby adopts the following Articles of Dissolution:

1. The name of the corporation is Performance Rent-A-Car, Inc., and its Articles of Incorporation were filed on December 31, 1986.
2. This dissolution was recommended by the Board of Directors and approved unanimously by the shareholders on July 31, 1997.
3. The Shareholders and Directors hereby assign any rights they have to use the name "Performance Rent A Car" to the Ancient City Transport Company, a Florida corporation.

DATED: SEPTEMBER 12, 1997.

PERFORMANCE RENT-A-CAR, INC.

By: _____

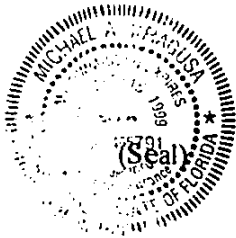

JAMES R. OWENS
Its President

State of Florida

County of St. Johns

THE FOREGOING instrument was acknowledged before me this 12th day of ~~SEPTEMBER~~, 1997, by James R. Owens, as president of Performance Rent-A-Car, Inc., who: (notary must check applicable box)

- is personally known to me.
 produced current driver's license(s) as identification.
 produced _____ as identification.



A handwritten signature in black ink, appearing to read "Michael A. Siragusa", written over a horizontal line.

Signature of Notary
Michael A. Siragusa

Name of Notary Typed, Printed or Stamped
My Commission Number: 465791
My Commission Expires: September 15, 1999