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REFERENCE : 996975 4342718

AUTHORIZATION : Patricia Pujols

COST LIMIT : \$ 337.50

ORDER DATE : October 15, 1998

ORDER TIME : 9:58 AM

ORDER NO. : 996975-005

CUSTOMER NO: 4342718

CUSTOMER: David S. Felman, Esq
GLENN RASMUSSEN & FOGARTY
GLENN RASMUSSEN & FOGARTY
Suite 1300
100 South Ashley Drive
Tampa, FL 33602

DOMESTIC FILING

NAME: AVI RENTAL SERVICES DIVISION,
L.L.C.

EFFECTIVE DATE:

☒ ARTICLES OF INCORPORATION
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY
☐ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

EXAMINER'S INITIALS: _____

Name	MBH
Availability	MBH
Document	MBH
Examiner	MBH
Updater	MBH
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Verifier	MBH
Acknowledgement	MBH
W. P. Verifier	MBH

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ARTICLES OF ORGANIZATION
OF
AVI RENTAL SERVICES DIVISION, L.L.C.

The undersigned executes these Articles of Organization of AVI RENTAL SERVICES DIVISION, L.L.C. to form a limited liability company pursuant to the Florida Limited Liability Company Act:

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ARTICLE I. NAME

The name of the limited liability company is: AVI Rental Services Division, L.L.C.

ARTICLE II. DURATION

The existence of the limited liability company will commence on October 12, 1998, and will be perpetual.

ARTICLE III. ADDRESS

The mailing and street address of the principal office of the limited liability company is 6313 Benjamin Road, Suite 110, Tampa, Florida 33634.

ARTICLE IV. REGISTERED AGENT AND OFFICE

The street address of the initial registered office of the limited liability company is 6313 Benjamin Road, Suite 110, Tampa, Florida 33634, and the name of the Company's initial registered agent at that address is Martin Schaffel.

ARTICLE V. ADMISSION OF ADDITIONAL MEMBERS

Additional members may be admitted to the limited liability company only with the unanimous written approval of its members and subject to certain other conditions of admission set forth in the Regulations of the limited liability company.

ARTICLE VI. CONTINUATION OF BUSINESS

The remaining members of the limited liability company have the right to continue the business of the limited liability company after the death, expulsion, resignation, retirement, bankruptcy, or dissolution of a member of the limited liability company or the occurrence of any other event that terminates the continued membership of a member in the limited liability company.

ARTICLE VII. MANAGEMENT OF COMPANY

The business of the limited liability company will be managed by managers who will be elected annually by the members of the Company in the manner set forth in the Regulations of the limited liability company. The managers will have the power and authority to act on behalf of the Company as provided in the Florida Limited Liability Company Act and will also hold the offices and have the responsibilities that are conferred by the members and more particularly described in the Regulations of the limited liability company and any other agreement that may be entered into between the members and the managers. The name and address of the initial manager is as follows: Martin Schaffel, 6313 Benjamin Road, Suite 110, Tampa, Florida 33634.

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ARTICLE VIII. POWERS AND AUTHORITY

The limited liability company has all power and authority to do all acts and things authorized by law to carry out its business and affairs, including the following:

Unless its articles of organization or regulations provide otherwise, the limited liability company organized and existing under the Florida Limited Liability Company Act shall have the same powers as an individual to do all things necessary to carry out its business and affairs, including, without limitation, the power to:

- (1) Sue or be sued, or complain or defend, in its name.
- (2) Purchase, take, receive, lease, subscribe for, or otherwise acquire, own, hold, improve, vote, use, or otherwise deal in or with real or personal property, or an interest in real or personal property or any legal or equitable property, wherever located.
- (3) Sell, convey, mortgage, pledge, create a security interest in, lease, exchange, lend, or otherwise dispose of all or any part of its property or assets.
- (4) Make contracts or guarantees, or incur liabilities, borrow money; issue its notes, bonds, or other obligations; secure any of its obligations by mortgage or pledge of all or any part of its property, franchises, and income; or make contracts of guaranty and suretyship which are necessary or convenient to the conduct, promotion, or

attainment of the business of a corporation the majority of the outstanding stock of which is owned, directly or indirectly, by the contracting company, a corporation which owns, directly, or indirectly, a majority of the outstanding stock of the contracting company; or a corporation the majority of the outstanding stock of which is owned, directly or indirectly, the majority of the outstanding stock of the contracting company, which contracts of guaranty and suretyship shall be deemed to be necessary or convenient to the conduct, promotion, or attainment of the business of the contracting company; or make other contracts of guaranty and suretyship which are necessary or convenient to the conduct, promotion, or attainment of the business of the contracting company.

(5) Lend money, invest or reinvest its funds, or receive and hold real or personal property as security for repayment.

(6) Conduct its business, locate offices, and exercise the powers granted by this chapter within or without this state.

(7) Elect or appoint managers and agents of the limited liability company, define their duties, fix their compensation, and lend them money and credit.

(8) Make and amend its regulations, not inconsistent with its articles of organization or with the laws of this state, for the administration and regulation of the affairs of the Company.

(9) Make donations to the public welfare or for charitable, scientific or educational purposes.

(10) Indemnify a member or manager or any other person as provided in this chapter against expenses actually and reasonably incurred by him or it in connection with the defense of any action, suite, or proceeding, whether civil or criminal, in which he or it is made a party.

(11) Cease its activities and surrender its certificate of organization.

(12) Have and exercise all powers necessary or convenient to effect any or all of the purposes for which the Company is organized.

(13) Transact any lawful business that will aid governmental policy.

(14) Pay pensions and establish pension plans, pension trusts, profit-sharing plans, and other incentive plans for any or all of its managers and employees.

(15) Be a promoter, incorporator, member, member, associate, or manager of any corporation, membership, limited membership, limited liability company, joint venture, trust, or other entity.

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(16) Make payments or donations or do any other act not inconsistent with law that furthers the business and affairs of the Company.

EXECUTED: October 14, 1998



David S. Felman
Authorized Representative of Member

2095-001^ Articles of Organization for LLC.doc

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

AVI RENTAL SERVICES DIVISION, INC.

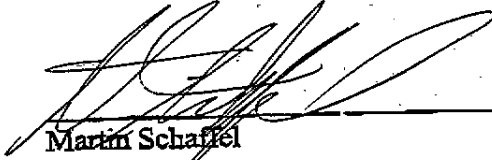
Pursuant to the provisions of Section 608.415 or 608.507, Florida Statutes, the undersigned limited liability company submits the following statement in designating the registered office/registered agent, in the State of Florida:

1. The name of the limited liability company is AVI RENTAL SERVICES DIVISION, L.L.C.
2. The name and address of the registered agent and office is:

Martin Schaffel
6313 Benjamin Road
Suite 110
Tampa, Florida 33634

Having been named as registered agent and to accept services of process for the above-stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

EXECUTED: October 13, 1998


Martin Schaffel

2095-001^B Acceptance of Registered Agent LLC

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

AVI RENTAL SERVICES DIVISION, L.L.C.

The undersigned member of AVI Rental Services Division, L.L.C. deposes and says:

- 1) The above-named limited liability company has one Member.
- 2) The total amount of cash initially contributed by Member is \$1,000.00.
- 3) If any, the agreed value of property other than cash contributed by Member is **not applicable.** A description of the property is attached and made a part of this Affidavit.
- 4) The total amount of cash or property anticipated to be initially contributed by Member is \$1,000.00. This total includes amounts from 2 and 3 above.

EXECUTED: October 14, 1998



David S. Felman
Authorized Representative of Member