



THE UNITED STATES  
CORPORATION  
COMPANY

L99000004431

ACCOUNT NO. : 072100000032

REFERENCE : 314227 81605A

AUTHORIZATION :

Patricia Pignat

COST LIMIT : \$ 285.00

ORDER DATE : July 21, 1999

ORDER TIME : 10:52 AM

ORDER NO. : 314227-005

CUSTOMER NO: 81605A

700002937627-17

CUSTOMER: Ms. Sheila Mccaffrey  
GOLD RESNICK & SEGALL, P.A.  
GOLD RESNICK & SEGALL, P.A.  
704 West Bay Street

Tampa, FL 33606

DOMESTIC FILING

NAME: PRICE RENT-A-CAR, L.C.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds

EXAMINER'S INITIALS:

FILED  
99 JUL 21 PM 3:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED  
99 JUL 21 AM 11:44

**ARTICLES OF ORGANIZATION  
FOR THE LIMITED LIABILITY COMPANY  
OF  
PRICE RENT-A-CAR, L.C.**

The undersigned, acting as the organizers of a limited liability company to be formed under the Florida Limited Liability Company Act, as amended (the "Act"), hereby form a Florida limited liability company (this "Company") pursuant to the Act and hereby set forth the following Articles of Organization (these "Articles"):

**ARTICLE I  
NAME**

The name of this Company shall be:  
PRICE RENT-A-CAR, L.C.

**ARTICLE II  
COMMENCEMENT DATE AND DURATION**

This Company shall commence on the date of the filing of the Articles of Organization in accordance with the provisions of Section 608.409(3) of the Act. The period of duration for the Company shall be perpetual.

**ARTICLE III  
PURPOSES**

This Company is created and formed for the purpose of engaging in all lawful businesses authorized for a Company pursuant to Section 608.403 of the Act.

**ARTICLE IV  
PLACE OF BUSINESS**

The principal place of business of this Company shall be 9251 South Orange Blossom Trail, Orlando, Florida 32387 and such other place or places as may be designated by the members from time to time. The mailing address of this Company shall be 9251 South Orange Blossom Trail, Orlando, Florida 32387.

**ARTICLE V  
REGISTERED AGENT AND OFFICE**

The initial registered agent for this Company shall be Michael E. Boutzoukas, Esq. and the address of the registered agent for service of process shall be c/o Gold & Resnick, P.A. 704 West Bay Street, Tampa, Florida 33606.

**ARTICLE VI**

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JUL 21 PM 3:45  
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TALLAHASSEE, FLORIDA

## **MANAGEMENT**

The Company is to be managed by a manager. The initial manager will serve until the first annual meeting of the members. The initial manager is identified as follows:

<u>Name</u>	<u>Address</u>
Michael Kastrenakes	19206 U.S. Highway 19 North Clearwater, FL 33764

## **ARTICLE VII** **ADMISSION OF MEMBERS**

The initial members of this Company shall be set forth in the Operating Agreement and Regulations adopted by the members as set forth therein. The admission of additional members shall be accomplished only by vote of a majority in interest of the members.

## **ARTICLE VIII** **CONTINUATION OF BUSINESS**

The members may, by unanimous written agreement, continue the business of this Company upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of any member or upon the occurrence of any other event which terminates the continued membership of a member in this Company.

## **ARTICLE IX** **POWERS**

This Company shall have all of the powers and authorities set forth in Section 608.404 of the Act.

## **ARTICLE X** **AMENDMENTS**

These Articles of Organization, except with respect to vested rights of the members, may be amended at any time by vote by a majority in interest of its members and such amendments shall be signed, executed and filed with the Florida Department of State in accordance with the provisions of Section 608.411(2) of the Act.

FILED  
99 JUL 21 PM 3:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA


**ARTICLE XI**  
**REGULATIONS**

The members are hereby authorized and directed to prepare and adopt an Operating Agreement and Regulations for the governing of the internal affairs of this Company containing such provisions as they consider necessary, reasonable or desirable, except that no provisions of such Operating Agreement and Regulations may conflict with the provisions of these Articles of Organization, unless otherwise permitted herein. The power to adopt, alter, amend or repeal the Operating Agreement and Regulations shall be set forth in the Operating Agreement and Regulations, except that the initial form shall be approved by all the members.

**ARTICLE XIII**  
**CONTRACTING DEBTS**

No debt shall be contracted nor liability incurred by or on behalf of this Company except by a vote of a majority in interest of the members.

IN WITNESS WHEREOF, the parties hereto have executed these Articles of Organization this 20 day of JULY, 1999.

  
Michael Kastrenakes for Member Group I

  
Will Hilgenfeldt for Member Group II

  
Courtney Milford for Member Group III

STATE OF FLORIDA  
COUNTY OF ORANGE

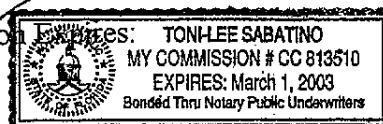
BEFORE ME, the undersigned authority, personally appeared Michael Kastrenakes, who is personally known to me or who provided \_\_\_\_\_ as identification, and to me known to be the person described in and who executed the foregoing Articles of Organization, and who acknowledged before me that he executed the same for the purposes therein expressed.

FILED  
JUL 21 PM 3:45  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

WITNESS my hand and official seal in the County and State last aforesaid this 20 day  
of JULY, 1999.

  
Notary Public

My Commission Expires:

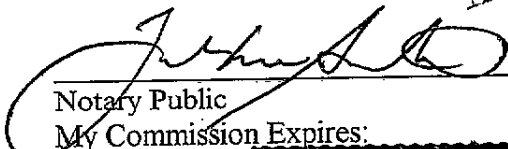


STATE OF FLORIDA

COUNTY OF ORANGE

BEFORE ME, the undersigned authority, personally appeared Will Hilgenfeldt, who is personally known to me or who provided \_\_\_\_\_ as identification, and to me known to be the person described in and who executed the foregoing Articles of Organization, and who acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State last aforesaid this 20 day  
of JULY, 1999.

  
Notary Public

My Commission Expires:



STATE OF FLORIDA

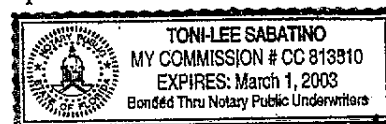
COUNTY OF ORANGE

BEFORE ME, the undersigned authority, personally appeared Courtney Milford, who is personally known to me or who provided \_\_\_\_\_ as identification, and to me known to be the person described in and who executed the foregoing Articles of Organization, and who acknowledged before me that she executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State last aforesaid this 20 day  
of JULY, 1999.

  
Notary Public

My Commission Expires:



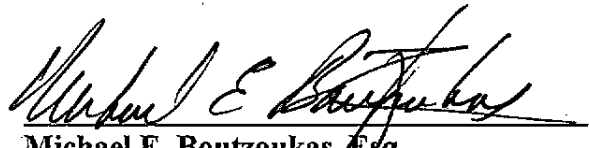
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That **PRICE RENT-A-CAR, L.C.**, desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Organization in the City of Tampa, County of Hillsborough, and State of Florida, has named **Michael E. Boutzoukas, Esq.**, located at 704 West Bay Street, Tampa, Florida 33606, as its agent to accept service of process within this State.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the above stated corporation at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

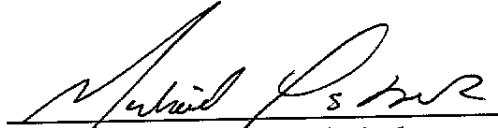
  
**Michael E. Boutzoukas, Esq.**  
Registered Agent

FILED  
99 JUL 21 PM 3:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS**

The undersigned member or authorized representative of a member of PRICE RENT-A-CAR, L.C., deposes and says:

- (1) the above named limited liability company has at least two members
- (2) the total amount of cash anticipated to be contributed by the members is Twenty Thousand and 00/100 Dollars (\$20,000.00)
- (3) if any, the agreed value of property other than cash contributed by member(s) is Twenty Thousand and 00/100 (\$20,000.00) A description of the property is attached and made a part hereof.
- (4) the total amount of cash or property anticipated to be contributed by members is Forty Thousand and 00/100Dollars (\$40,000.0000). This total includes amounts from 2 and 3 above.

  
\_\_\_\_\_  
Signature of a member or authorized representative of a member  
(In accordance with Section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true)

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

99 JUL 21 PM 3:45

FILED

**FILING FEE: \$250.00 for Articles of Organization and Affidavit**

**DESCRIPTION OF PROPERTY**

**PRICE RENT-A-CAR, L.C.**

Tangible property at locations identified as

Location 1 - 9251 South Orange Blossom Trail, Orlando, Florida 32387

Location 2 - 1310 N. Orlando Avenue, Orlando, Florida 32789

Said Tangible Property includes signage, Tenant Buildout of office space, computer equipment, fax machines telephone systems, office furniture, marketing supplies (brochures and promotional materials) and residual value of real property leases.

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