





CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032
REFERENCE : 071946 7155110
AUTHORIZATION : *[Signature]*
COST LIMIT : \$ 125.00

ORDER DATE : April 28, 2006

ORDER TIME : 3:59 PM

ORDER NO. : 071946-060

CUSTOMER NO: 7155110

FOREIGN FILINGS

NAME: BUDGET TRUCK FUNDING, LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea -- EXT# 2914

EXAMINER: _____

FILED
SECRETARY OF STATE
DIVISION OF
2006 APR 28 AM 8:59

APR. 28. 2006 3:18PM

CORPORATION SERVICE COMPANY

NO. 4486—P. 2—

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN
LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:

1. BUDGET TRUCK FUNDING, LLC

(Name of Foreign Limited Liability Company)

2. Delaware

(Jurisdiction under the law of which foreign limited liability
company is organized)

3. _____

(FEI number, if applicable)

4. 04/20/2006

(Date of Organization)

5. Perpetual

(Duration: Year limited liability company will cease to
exist or "perpetual")

6. _____

(Date first transacted business in Florida, if prior to registration.)
(See sections 608.501 & 608.502 F.S. to determine penalty liability)

7. 6 Sylvan Way, Parsippany, NJ 07054

(Street Address of Principal Office)

8. If limited liability company is a manager-managed company, check here ☒

9. The name and usual business addresses of the managing members or managers are as follows:

Managers: Ronald L. Nelson, 1 Campus Drive, Parsippany, NJ 07054

F. Robert Salerno, 6 Sylvan Way, Parsippany, NJ 07054

Benjamin Abedinc, 48 Wall Street, New York, NY 10005

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in
the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a
translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: To operate rental car businesses

and to engage in any lawful activity and to exercise any powers permitted to limited liability companies.

Budget Rent A Car System, Inc., Member
Signature of a member or an authorized representative of a member.

(In accordance with section 608.406(3), F.S., the execution of this document constitutes
an affirmation under the penalties of perjury that the facts stated herein are true.)

Lynn A. Feldman, VP and Assistant Secretary
Typed or printed name of signee

FILED
SECRETARY OF STATE
DIVISION OF
2006 APR 28 AM 8:59

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

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

BUDGET TRUCK FUNDING, LLC

2. The name and the Florida street address of the registered agent and office are:

Corporation Service Company

(Name)

1201 Hays Street

Florida Street Address (P.O. Box **NOT** ACCEPTABLE)

Tallahassee

FL 32301

City/State/Zip

Having been named as registered agent and to accept service 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 as provided for in Chapter 608, Florida Statutes.

Corporation Service Company

By: Laura R. Dunlap

(Signature)

**Laura R. Dunlap
as its agent**

\$ 100.00	Filing Fee for Application
\$ 25.00	Designation of Registered Agent
\$ 30.00	Certified Copy (optional)
\$ 5.00	Certificate of Status (optional)

2006 APR 28 AM 8:59

FILED
SECRETARY OF STATE
DIVISION 9

APR. 28. 2006 3:18PM

CORPORATION SERVICE COMPANY

NO. 4486 -P. 3

Delaware

PAGE 1

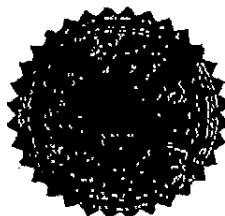
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BUDGET TRUCK FUNDING, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-SIXTH DAY OF APRIL, A.D. 2006.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "BUDGET TRUCK FUNDING, LLC" WAS FORMED ON THE TWENTIETH DAY OF APRIL, A.D. 2006.

FILED
SECRETARY OF STATE
DIVISION OF REGISTRATION
2006 APR 28 AM 8:59



4145642 8300

060385646

Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4697043

DATE: 04-26-06