

*David R. Farbstein*

ATTORNEY AT LAW

2765 W. CYPRESS CREEK ROAD  
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January 3, 2000

Division of Corporations  
PO Box 6327  
Tallahassee, Florida 32314

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-01/06/00--01066-012

\*\*\*\*\*70.00 \*\*\*\*\*70.00

RE: General Auto Rental, Inc.

Dear Sirs:

Enclosed please find the following documentation regarding the above-mentioned matter, to-wit:

1. ORIGINAL and one copy of Articles of Incorporation with Registered Agent Certificate.

Also enclosed is my office account check no. 1381 in the amount of \$70.00 for the filing fee.

Very truly yours

  
DAVID R. FARBSTEIN, ESQ.

DRF/me

FILED  
00 JAN -6 PM 2:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

THIS DOCUMENT PREPARED BY:

DAVID R. FARBSTEIN, ESQ.  
2765 W. Cypress Creek Rd.  
Ft. Lauderdale, Fl. 33309  
Fla. Bar No. 198889  
954-977-7801

T. Burch JAN 12 2000

ARTICLES OF INCORPORATION  
OF  
GENERAL AUTO RENTAL, INC.

FILED  
00 JAN -6 PM 2:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I - Name

The name of this Corporation is GENERAL AUTO RENTAL, INC.

ARTICLE II - Duration

This corporation shall exist perpetually.

ARTICLE III - Purpose

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - Capital Stock

This corporation is authorized to issue One Thousand (1,000) shares of One Dollar par value (\$1.00) common stock which shares shall be designated "Common Shares".

ARTICLE V - Initial Registered Office and Agent

The street address of the initial office of this corporation is:  
2117 S. Federal Hwy. Ft. Lauderdale, Fl. 33316 and the name of the initial registered agent of this corporation is: DAVID R. FARBSTAIN, his address is 2765 W. Cypress Creek Rd., Ft. Lauderdale, Fl. 33309.

THIS DOCUMENT PREPARED BY:

DAVID R. FARBSTAIN, ESQ.  
2765 W. Cypress Creek Rd.  
Ft. Lauderdale, Fl. 33309  
Fla. Bar No. 198889  
954-977-7801

ARTICLE VI - Initial Board of Directors

This corporation shall have one (1) Director initially. The number of Directors may be either increased or diminished from time to time by the ByLaws, but shall never be less than one. The name and address of the initial Director of this corporation is:

PAUL RUBIN

2117 S. Federal Hwy.  
Ft. Lauderdale, Fl. 33316

ARTICLE VII - Incorporator

The name and address of the persons signing these Articles is:

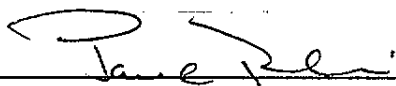
PAUL RUBIN

2117 S. Federal Hwy.  
Ft. Lauderdale, Fl. 33316

ARTICLE VIII - Amendments

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

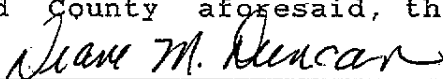
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on the 01 day of Jan., 2000.

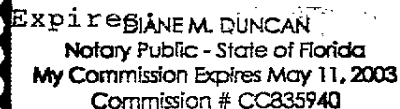
  
PAUL RUBIN

STATE OF FLORIDA  
COUNTY OF BROWARD

BEFORE ME, a Notary Public, authorized to take acknowledgments in the County and State set forth above, personally appeared, PAUL RUBIN, known by me to be the persons who executed the foregoing Articles of Incorporation. Further, said individuals furnished the following type of identification to the undersigned, to-wit: Fla License

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 1 day of Jan, 2000.

  
NOTARY PUBLIC  
My Commission Expires

  
JANE M. DUNCAN  
Notary Public - State of Florida  
My Commission Expires May 11, 2003  
Commission # CC835940


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

PURSUANT TO Chapter 48.091, Florida Statutes, the following is  
submitted in compliance with said Act:

FIRST: That GENERAL AUTO RENTAL, INC. is qualified to do  
business under the laws of the State of Florida with its principal  
office at: 2117 S. Federal Hwy., Ft. Lauderdale, Fl. 33316 and has as  
appointed DAVID R. FARBSTAIN, ESQ. of 2765 W. Cypress Creek Rd., Ft.  
Lauderdale, Fl. 33309, County of Broward, State of Florida, as its  
agent to accept service of process within the State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated  
corporation, a place designated in this certificate, I am familiar  
with, and hereby accept the duties and responsibilities as registered  
agent for said corporation and agree to comply with the provisions of  
said Act relative to keeping open said office.

  
DAVID R. FARBSTAIN  
Resident Agent

FILED  
00 JAN -6 PM 2:20  
SEAL FILED UP STATE  
TALLAHASSEE, FLORIDA