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May 8, 2000

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Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: SHOWCASE OF S.W. FLORIDA, INC.
Name Change

Dear Sir/Madam:

Enclosed is the original and a copy of Written Consent to Amendment of Articles of Incorporation and Articles of Amendment to the Articles of Incorporation of Showcase of S.W. Florida, Inc. together with a check in the amount of \$35.00 for the filing fee. Please register these and return a recorded copy of same in the enclosed envelope. Thank you.

Very truly yours,

John H. Myers

JHM/amm

enc.

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00 MAY 12 PM 3:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION

OF


SHOWCASE OF S.W. FLORIDA, INC.

The undersigned, as the Officer the Corporation has authorized to execute this document, hereby certifies as follows:


That on May 5, 2000, all of the members of the Board of Directors and all of the Stockholders of the issued and outstanding stock in this Corporation unanimously consented, in writing, to the adoption of the following resolution changing the name of the Corporation to **McBARGAIN RENT-A-CAR, INC.**

IT IS HEREBY RESOLVED, by the Board of Directors and the Shareholders of SHOWCASE OF S.W. FLORIDA, INC. that the Articles of Incorporation be amended to change the Corporate name to **McBARGAIN RENT-A-CAR, INC..**

IN WITNESS WHEREOF, these Articles of Amendment are being executed and filed, by the authorized corporate officer, on behalf of SHOWCASE OF S.W. FLORIDA, INC., n/k/a McBARGAIN RENT-A-CAR, INC.



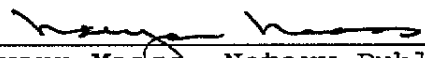
Joseph V. Rodriguez
As Secretary



Joseph V. Rodriguez,
As President

STATE OF FLORIDA
COUNTY OF SARASOTA

On May 5, 2000, the above named corporate officer of Showcase of S.W. Florida, Inc., who is personal known to me, or produced a Florida Driver's License as identification, personally appeared before me at the time of notarization, and, after being given the oath, acknowledged signing these Articles of Amendment to the Articles of Incorporation of McBargain Rent-A-Car, Inc.



Maryann Maass, Notary Public

My Commission Expires:



Maryann Maass
MY COMMISSION # CC691273 EXPIRES
November 21, 2001
BONDED THRU TROY FAIN INSURANCE, INC.

FILED
00 MAY 12 PM 3:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WRITTEN CONSENT TO AMENDMENT OF ARTICLES OF INCORPORATION
OF

SHOWCASE OF S.W. FLORIDA, INC.

The undersigned, constituting all of the stockholders and Directors, hereby give their consent to the following action:


1. That the name of the Corporation be changed to that of **McBARGAIN RENT-A-CAR, INC.**

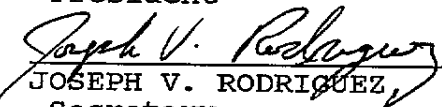
2. That the President and Secretary are hereby authorized and directed to execute Articles of Amendment of the Articles of Incorporation and to have it filed in the Office of the Secretary of State in Tallahassee, Florida.

3. That the Secretary is hereby instructed and authorized to execute a Certificate of Amendment of the By-Laws for the corporation evidencing the change of the corporate name as authorized hereby and to affix the Certificate of the By-Laws of the Corporation.

4. That the President and Secretary are hereby authorized and directed to execute any further documents, pay the necessary fees and costs, and to do all things that may be necessary to effectuate the foregoing resolution.

Dated: May 5, 2000


JOSEPH V. RODRIGUEZ
President


JOSEPH V. RODRIGUEZ,
Secretary