

**P00000071917**

Florida Department of State  
Division of Corporations  
Public Access System  
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H00000039633 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations  
Fax Number : (850)922-4001

From: Account Name : LUKACS & LUKACS, P.A.  
Account Number : 072037001370  
Phone : (305)856-9600  
Fax Number : (305)856-3041

FILED  
00 JUL 27 AM 8:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**FLORIDA PROFIT CORPORATION OR P.A.**

**CARNIVAL RENT-A-CAR INCORPORATED**

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$70.00

Electronic Filing Menu

Corporate Filing

Public Access Help

H00000039633 3

**Articles of Incorporation  
for  
CARNIVAL RENT-A-CAR INCORPORATED**

FILED  
00 JUL 27 AM 8:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned natural person, as incorporator for the purpose of forming a Corporation for profit under the provisions of Chapter 607, Florida General Corporation Act, of the Florida Statutes, does hereby adopt the following Articles of Incorporation:

1. Name of Corporation. The name of this corporation shall be **CARNIVAL RENT-A-CAR INCORPORATED.**
2. Purposes. The general nature of the business to be transacted by this corporation is to engage in any activities or business permitted under the laws of the United States and Florida.
3. Capital Stock. The corporation is authorized to issue 1,000,000 shares of Common Stock, in two classes/series, each share having a par value of \$0.01 per share. Of these 1,000,000 shares of Common Stock, 100,000 shares shall be designated as "Class A voting common shares" and 900,000 shares shall be designated as "Class B non-voting common shares."

The Class A voting common shares shall have exclusive voting rights on all matters. Each outstanding Class A voting common share is entitled to one vote on each matter submitted to a vote at a meeting of shareholders. The holders of the Class B non-voting common shares shall have no right to vote, no right to participate in the management of this corporation, and no right to elect any director.

The corporation is authorized to issue 1,000,000 shares of Preferred Stock. The Board of Directors is authorized to provide for the issuance of such Preferred Stock in one or more classes/series and, by filing the appropriate Articles of Amendment with the Secretary of State of Florida, is authorized to establish the number of shares to be included in each class/series and the preferences, limitations and relative rights of each class/series provided that each series of a class must be given a distinguishing designation and all shares of a series must have preferences, limitations, and relative rights identical with those of other shares of the same series and, except to the extent otherwise provided in the description of the series, of those of other series of the same class.

4. Duration. This corporation shall have perpetual existence.
5. Board of Directors. The corporation shall have a Board of Directors consisting of at least one person. The number of Directors may be increased or decreased from time to time by a resolution of the majority of the Shareholders entitled to vote but shall never be less than one. The name and address of the initial Director of this corporation is:

H00000039633 3

H00000039633 3

**Horace Derricks**  
**2240 Northwest 105 Terrace**  
**Miami, Florida 33147**

6. Informal Shareholder Action. Any action that may be taken at a Shareholder's meeting may be taken without a meeting if consent in writing, setting forth the action so taken, shall be signed by the requisite number of Shareholders entitled to vote upon such action and same is filed with the Secretary of the corporation as part of the corporate records.
7. Informal Director Action. If all of the Directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.
8. Indemnification. The corporation may indemnify any officer or director, or any former officer or director in the manner set out and provided for in the bylaws of this corporation.
9. Bylaw Amendment. The power to adopt, alter, amend or repeal the bylaws of this corporation shall be vested in the Board of Directors provided that such amendment be in compliance with the laws of Florida governing a corporation.
10. Registered Agent. The name and street address of the corporation's initial registered agent is:

**Horace Derricks**  
**2240 Northwest 105 Terrace**  
**Miami, Florida 33147**

The undersigned, having been named as registered agent and to accept service of process for the above stated company at the place designated in this certificate, hereby accepts the appointment as registered agent and agrees 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 607, Florida Statutes.

By:   
**Horace Derricks**

11. Incorporator. The name and address of the incorporator is as follows:

**Horace Derricks**  
**2240 Northwest 105 Terrace**  
**Miami, Florida 33147**


H00000039633 3

H00000039633 3

12. Corporate Address. The initial mailing address of the corporation is as follows:

2240 Northwest 105 Terrace  
Miami, Florida 33147

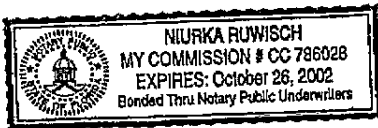
The undersigned incorporator has executed these Articles of Incorporation in the State of Florida, on July 18, 2000.



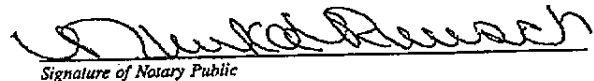
Horace Derricks, incorporator

STATE OF FLORIDA  
COUNTY OF MIAMI-DADE

The preceding or attached instrument was acknowledged before me on July 18, 2000, by Horace Derricks, ~~who is personally known to me.~~ *Produced a Florida Driver License*



Place notary seal and commission expiration stamp above this line.



Signature of Notary Public

*Niurka Ruwisch*

Print or Type Name of Notary Public

FILED  
00 JUL 27 AM 8:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

H00000039633 3