

PO10000020581

Law Office of
MARSHALL A. ADAMS, P.A.

1100 S.E. 24TH STREET
(STATE ROAD 84)
POST OFFICE BOX 21565
FORT LAUDERDALE, FLORIDA 33335

General Counsel to:

ACCESS AUTO RENTAL & LEASING, INC.

AUTO ACCESS, INC.

FLORIDA BLACKTOP, INC.

TELEPHONE: (954) 779-2700

TELEFAX: (954) 767-0010

February 13, 2001

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*****78.75 *****78.75

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

RE: Articles of Incorporation for
ACCESS REMOTE RENTAL SERVICES, INC.

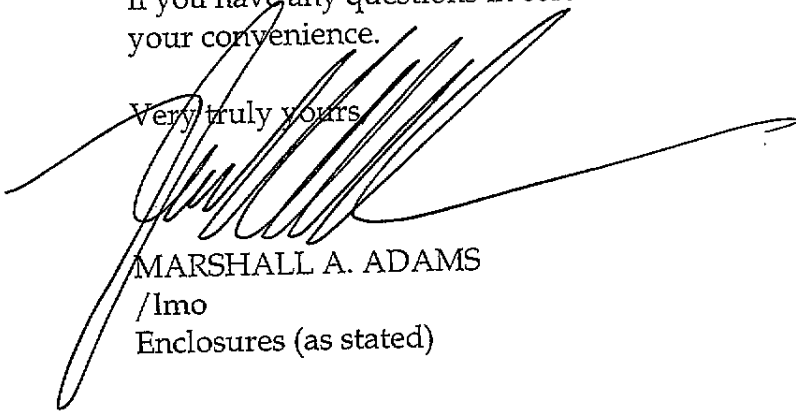
FILED
2001 FEB 23 PM 2:00
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Dear Sir or Madam:

Enclosed please find the original Articles of Incorporation for Access Remote Rental Services, Inc., together with my operating account check made payable to the Secretary of State in the amount of \$78.75 to cover the cost of filing the Articles. Please return to this office a certified copy of the Articles evidencing the date filed and Charter Number assigned to the new corporation.

If you have any questions in connection with this matter, please feel free to contact me at your convenience.

Very truly yours,


MARSHALL A. ADAMS
/Imo
Enclosures (as stated)

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15
2/26/01

EFFECTIVE DATE

02/17/01

ARTICLES OF INCORPORATION
OF
ACCESS REMOTE RENTAL SERVICES, INC.

FILED

2001 FEB 23 PM 2:00

SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I

The name of this Corporation shall be as follows:

ACCESS REMOTE RENTAL SERVICES, INC.

ARTICLE II

The commencement of existence of this Corporation shall be the 17th day of February, 2001

ARTICLE III

The general purpose for which this Corporation is initially organized shall be the transaction of all lawful business for which corporations may be incorporated under the laws of the State of Florida, and specifically for the retail rental of automobiles to the general public.

ARTICLE IV

The Corporation shall have authority to issue 1000 shares of common stock, and such shares shall be without par value.

ARTICLE V

The street address of the business office of the Corporation shall be 1100 S.E. 24th Street, Fort Lauderdale, Florida 33315; and the Registered Agent shall be MARSHALL A. ADAMS, 1100 SE 24th Street, Fort Lauderdale, Florida 33315.

ARTICLE VI

The Board of Directors shall consist of NIGEL A. ALSTON and MARSHALL A. ADAMS.

ARTICLE VII

The President of the Corporation shall be NIGEL A. ALSTON. The Secretary and Treasurer of the Corporation shall be MARSHALL A. ADAMS.

ARTICLE VIII

The Incorporators of this Corporation are NIGEL A. ALSTON and MARSHALL A. ADAMS, whose addresses are 1100 S.E. 24th Street, Fort Lauderdale, Florida 33315.

We, the undersigned, being the Incorporators herein above named, for the purpose of forming a corporation for profit to do business both within and without the State of Florida, do hereby make, subscribe, acknowledge and file these Articles and, accordingly, have hereunto set our hands and seals this 15th day of February, 2001.



NIGEL A. ALSTON




MARSHALL A. ADAMS

STATE OF FLORIDA)
 ss:
COUNTY OF BROWARD)

I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized in the State and County named above to take acknowledgments, personally appeared NIGEL A. ALSTON and MARSHALL A. ADAMS, to me personally known, and who did take an oath.

WITNESS my hand and official seal in the County and State named above, this 15th day of February, 2001.



NOTARY PUBLIC

My commission expires:

Linda Marie Orisino
(Printed Name of Notary Public)



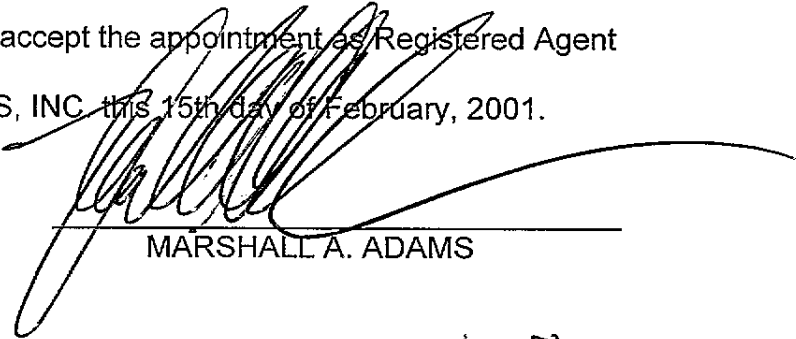
Linda Marie Orisino
My Commission CC761579
Expires July 22, 2002



Linda Marie Orisino
My Commission
Expires July 22, 2002

ACCEPTANCE OF APPOINTMENT AS A REGISTERED AGENT

I, MARSHALL A. ADAMS, do hereby accept the appointment as Registered Agent
for ACCESS REMOTE RENTAL SERVICES, INC. this 15th day of February, 2001.



MARSHALL A. ADAMS

FILED
2001 FEB 23 PM 2:00
SECRETARY OF STATE
TALLAHASSEE FLORIDA