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January 24, 2002

UNITED PARCEL SERVICE

Florida Department of State
Division of Corporations
Department of State
409 East Gaines Street
Tallahassee, FL 32399

Re: Tru-Save Car Rental, Inc.

Gentlemen:

Enclosed please find my trust account check payable to your order in the amount of \$78.75
Articles of Incorporation and copy of same.

Amounts on the enclosed check are broken down as follows:

\$35.00 - Filing fee

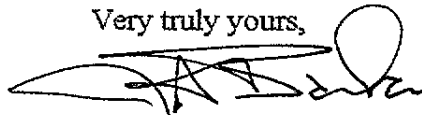
\$35.00 - Designating Registered Agent

\$8.75 - Certified copy of Articles of Incorporation

Please file the enclosed Articles and return a certified copy of same to me at your earliest convenience.

Thank you for your assistance.

Very truly yours,



James A. Barks

JAB/vam

Enclosures

FILED
02 JAN 25 AM 8:19
TALLAHASSEE, FLORIDA
DEPARTMENT OF STATE

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-01/25/02-01055-018
*****78.75 *****78.75

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ARTICLES OF INCORPORATION

OF

TRU-SAVE CAR RENTAL, INC.

FILED
02 JAN 25 AM 8:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporators to these Articles of Incorporation hereby associates himself to form a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation is: TRU-SAVE CAR RENTAL, INC.

ARTICLE II. COMMENCEMENT AND DURATION

Corporate existence of this corporation shall commence upon the filing of these Articles of Incorporation by the Department of State of the State of Florida, and this corporation is to exist perpetually.

ARTICLE III. GENERAL PURPOSE

The general purpose of the business to be transacted by this corporation is to engage in any and all lawful business permitted under the Law of the United States and the Laws of the State of Florida.

ARTICLE IV. NUMBER OF SHARES

The maximum number of stock that this corporation is authorized to issue is 1,000 shares of common stock with \$1.00 par value per share, said shares shall be of the same class without preference.

ARTICLE V. INITIAL PRINCIPAL OFFICE AND REGISTERED AGENT

The street address of the initial principal office and registered office of this corporation is 728 S. Woodland Boulevard, Deland, Florida 32720, and the name of the initial registered agent

of this corporation is ROBERT D. TARR.

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 (1).

The name and address of the initial director of this corporation is:

ROBERT D. TARR
728 S. Woodland Boulevard
Deland, Florida 32720

ARTICLE VII. INCORPORATORS

The name and address of the person signing these articles are:

ROBERT D. TARR
728 S. Woodland Boulevard
Deland, Florida 32720

ARTICLE VIII. AMENDMENT

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


IN WITNESS WHEREOF, the undersigned subscriber executed these Articles of Incorporation this 23 day of January, 2002.


Robert D. Tarr, Incorporator

CERTIFICATE DESIGNATING REGISTERED AGENT AND
STREET ADDRESS OF THE OFFICE FOR
SERVICE OF PROCESS WITHIN THIS STATE

FILED
02 JAN 25 AM 8:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Florida Statutes, this is to certify that TRU-SAVE CAR RENTAL, INC., a corporation duly organized and existing under the Laws of the State of Florida, has named ROBERT D. TARR of 728 S. Woodland Boulevard, Deland, Florida 32720, as its agent to accept service of process within this State and the said address as the office for such service of process.



President

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and agree to comply with the provisions of the Florida Statutes relative thereto.



Robert D. Tarr, Registered Agent