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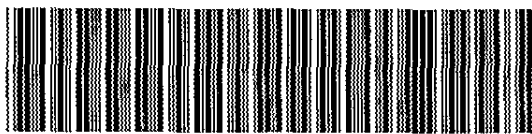
(Business Entity Name)

(Document Number)

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November 24, 2003

CORPORATION NAME (S) AND DOCUMENT NUMBER (S):

Heritage Auto Rental & Leasing Inc

Filing Evidence

- ☐ Plain/Confirmation Copy
- ☒ Certified Copy

Retrieval Request

- ☐ Photocopy
- ☐ Certified Copy

Type of Document

- ☐ Certificate of Status
- ☐ Certificate of Good Standing
- ☐ Articles Only
- ☐ All Charter Documents to Include
Articles & Amendments
- ☐ Fictitious Name Certificate
- ☐ Other

NEW FILINGS	
X	Profit
	Non Profit
	Limited Liability
	Domestication
	Other

AMENDMENTS	
	Amendment
	Resignation of RA Officer/Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

OTHER FILINGS	
	Annual Reports
	Fictitious Name
	Name Reservation
	Reinstatement

REGISTRATION/QUALIFICATION	
	Foreign
	Limited Liability
	Reinstatement
	Trademark
	Other

**ARTICLES OF INCORPORATION
OF
HERITAGE AUTO RENTAL & LEASING INC**

The undersigned, for the purposes of forming a corporation under the Florida General Corporation Act, as particularly set forth in Chapter 607, Florida Statutes, as last amended, hereby adopts the following Articles of Incorporation:

ARTICLE I. NAME

The name of the Corporation is: HERITAGE AUTO RENTAL & LEASING INC

ARTICLE II. DURATION

The duration of the Corporation is perpetual.

ARTICLE III. PURPOSE

The general purposes for which the Corporation is organized are the following:

- A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act as last amended. No other purpose limits this general purpose in any way.
- B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

ARTICLE IV. CAPITAL STOCK

The aggregate number of shares which the Corporation is authorized to issue is ten thousand (10,000) shares of common stock. Such shares shall be of a single class and shall have a par value of One dollar (\$1.00) per share.

ARTICLE V.

INITIAL REGISTERED OFFICE AND AGENT

The name of the initial registered agent of the corporation at its initial registered office and the street address of the initial Registered Office of the Corporation is: WALTER GRAY, 3621 Cleveland Avenue, Fort Meyers, FL 33901.

ARTICLE VI. ADDRESS OF PRINCIPAL OFFICE

The address of the principal office of the corporation, which is the it's mailing address is: 3621 Cleveland Avenue, Fort Myers, FL 33901.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors is one. The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one. The name and address of the initial director of the Corporation is Kenneth A. Berdick, 2665 Cleveland Avenue, Fort Myers, FL 33901.

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ARTICLE VIII. INCORPORATOR

The name and address of the Incorporator signing these Articles of Incorporation is: Walter Gray, 2665 Cleveland, Fort Myers, FL 33901

ARTICLE IX. AMENDMENT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them. Any right conferred upon the Shareholders is also subject to this reservation of the right to amend or repeal.

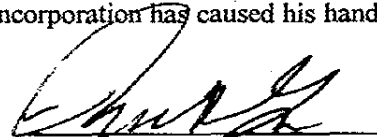
ARTICLE X. INDEMNIFICATION

The Corporation shall indemnify each Officer and Director, including former Officers and former Directors, to the full extent permitted by law.

ARTICLE XI. BYLAWS

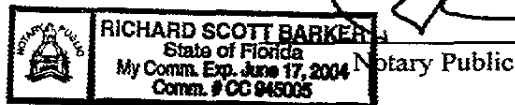
The power to adopt, alter amend and repeal the Bylaws shall be vested in the Board of Directors of the Corporation, but all alterations, amendments and repeals of the Bylaws must be approved by a majority of the Shareholders.

IN WITNESS WHEREOF, the person executing these Articles of Incorporation has caused his hand and seal to be set this 31st day of October 2003.


Walter Gray

STATE OF FLORIDA)
COUNTY OF LEE)

The foregoing instrument was acknowledged before me this 21st day of November 2003, by Walter Gray who is personally known to me.



ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named to accept service of process for **HERITAGE AUTO RENTAL & LEASING INC.** at the place designated in the Articles of Incorporation, Walter Gray, the Registered Agent named in said Articles of Incorporation, agrees to act in this capacity and agrees to comply with the provisions of Chapter 48.091, Florida Statutes, as last amended, relative to keeping said office open.

DATED this _____ day of November 2003


Walter Gray
Registered Agent for **HERITAGE AUTO RENTAL & LEASING INC.**

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