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COVER LETTER

TO: Amendment Section Division of Corporations

| NAME OF CORPORATION: Spirit Rent- | A-Car, Inc. |
|--|--|
| DOCUMENT NUMBER: P06000023632 | |
| The enclosed Articles of Amendment and fee are | e submitted for filing. |
| Please return all correspondence concerning this | matter to the following: |
| Karen McCarthy | |
| (Name of | Contact Person) |
| | |
| (Firm | n/ Company) |
| 1600 Cypress Pointe Drive | |
| (, | Address) |
| Coral Springs, Florida 33071 | |
| , · · | te and Zip Code) |
| For further information concerning this matter, p | lease call: |
| James Lewis | at (954) 245 5848 |
| (Name of Contact Person) | (Area Code & Daytime Telephone Number) |
| Enclosed is a check for the following amount: | |
| \$35 Filing Fee \$\ Certificate of Status | □\$43.75 Filing Fee & □\$52.50 Filing Fee Certified Copy (Additional copy is enclosed) □\$52.50 Filing Fee Certificate of Status Certified Copy (Additional Copy is enclosed) |
| Mailing Address Amendment Section Division of Corporations P.O. Box 6327 Tallahassee, FL 32314 | Street Address Amendment Section Division of Corporations Clifton Building 2661 Executive Center Circle Tallahassee, FL 32301 |

Articles of Amendment to Articles of Incorporation of

| FIL | -ED |
|--|--------|
| ************************************** | Alexan |
| TALLAHASSEE | FLORIE |

Spirit Rent-A-Car, Inc

(Name of corporation as currently filed with the Florida Dept. of State)

P06000023632

(Document number of corporation (if known)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida Profit Corporation adopts the following amendment(s) to its Articles of Incorporation:

NEW CORPORATE NAME (if changing):

(Must contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.")

(A professional corporation must contain the word "chartered", "professional association," or the abbreviation "P.A.")

AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: (BE SPECIFIC)

Amend Article V11 and add the following persons as Directors

Adrian Stone (D)

Julia Aden (D)

(Attach additional pages if necessary)

If an amendment provides for exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself: (if not applicable, indicate N/A)

(continued)

| The date of each amendment(s) adoption: April 10th 2006 | |
|---|--|
| Effective date if applicable: | |
| | (no more than 90 days after amendment file date) |
| Adoption of Amendment(s) | (CHECK ONE) |
| | vas/were approved by the shareholders. The number of votes cast for y the shareholders was/were sufficient for approval. |
| | vas/were approved by the shareholders through voting groups. The must be separately provided for each voting group entitled to vote nendment(s): |
| "The number of | votes cast for the amendment(s) was/were sufficient for approval by |
| | (voting group) |
| The amendment(s) v and shareholder action | vas/were adopted by the board of directors without shareholder action on was not required. |
| The amendment(s) v shareholder action w | vas/were adopted by the incorporators without shareholder action and vas not required. |
| selecte | rector, president or other officer- if directors or officers have not been d, by an incorporator - if in the hands of a receiver, trustee, or other court ted fiduciary by that fiduciary) |
| Kare | en Y McCarthy |
| | (Typed or printed name of person signing) |
| Vice | President |
| | (Title of person signing) |

FILING FEE: \$35