

P950000511/9

P.M. Kent-A-Car, Inc.
5537 Sheldon Rd., Ste. M
Tampa, Fl. 33615
June 13, 1995

Department of State
Bureau of Corporate Records
The Capital
Tallahassee, Florida 32304

Gentlemen:

I am enclosing the original and one copy of the proposed Articles of Incorporation for P.M. Rent-A-Car, INC.

Please approve and file the original and certify the copy for us. Included within the aforementioned Articles is the designation of its initial resident agent's office and the name of its initial resident agent.

Enclosed also is a check for \$70.00 for incorporating charges as follows:

Filing fee	\$ 20.00
Certified copy	30.00
Resident agent	20.00

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*****70.00 *****70.00

Thank you for your assistance in connection with this matter. Please let me know if anything further is required.

Yours truly,


Patrick Marzouza

FP/lp
Encl.

RECEIVED
6/22/95

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
JUN 29 9 50 AM '95

6/30/95


ARTICLES OF INCORPORATION
OF

P.M. Rent-A-Car, INC.

We the undersigned, hereby associate ourselves together for the purpose of forming a Corporation for profit under the Laws of the State of Florida, and in accordance with the following Articles of Incorporation.

I

The name of the Corporation shall be:

P.M. Rent-A-Car, INC.

and its principal place of business shall be in Hillsborough County, Florida, with the right to change and move said principal place of business within or without the State of Florida as the Board of Directors may from time to time deem proper.

II

The duration of this Corporation is perpetual. The corporate existence of this Corporation shall commence on the date these Articles of Incorporation are executed.

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55 JUN 23 AM 9:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

III

The nature of the business and the objects and purposes proposed to be transacted, conducted, or carried on by this Corporation will be to act as Trustees under Florida or Illinois Land Trusts and hold real and personal properties in its name for the benefit of others and to own or lease all necessary and proper apparatuses and appliances for transacting the same; and to engage in any activity or business incidental to or related to those activities or businesses; to acquire and hold stock in any corporation, to engage in joint ventures and partnerships, as a limited or general partner; and to acquire, own, hold, manage, mortgage, improve, lease, sell, exchange, transfer, and otherwise deal with real, personal, and intangible property; and to engage in the transaction of any or all lawful business for which corporations may be incorporated pursuant to Chapter 607 of the Florida Statutes and possess all the powers and rights granted under that Chapter.

IV

The total authorized capital stock of this corporation be Seven Thousand Five Hundred (7,500) shares of capital stock of the par value of One Dollar (\$1.00) which shall be designated "Common Shares".

All such stock shall be issued, fully paid and non-assessable, at and for such consideration, whether the same be cash, services rendered, or otherwise, and upon such terms and conditions as may be fixed by the Board of Directors of this Corporation.

V

The Office address of the principal office of the Corporation shall be:

5537 Sheldon Rd., Ste. N
Tampa, Florida 33615

VI

The initial resident agent for service of process and his Office address is:

Patrick Marzouca
5537 Sheldon Rd., Ste. N
Tampa, Florida 33615

The initial Board of Directors and Officers shall consist of One (1) persons whose names and title and Office addresses are:

Patrick Marzouca
5537 Sheldon Rd., Ste. N
Tampa, Florida 33615

The number of Directors of the Corporation shall be fixed by the By-Laws.

VII

The name and Office address of the Incorporators of this Corporation are:

Patrick Marzouca
5537 Sheldon Rd., Ste. N
Tampa, Florida 33615

VIII

In furtherance and not in limitation of powers by the Florida Statutes, the Board of Directors of this Corporation are expressly authorized to make, amend, and rescind the By-Laws of this Corporation; to fix the amount reserved from capital of the Corporation as working capital; to authorize and cause to be executed mortgages and liens upon the real and personal property of the Corporation for the purpose of furnishing security for its indebtedness, or for any other purpose, and from time to time determine whether and to what extent, at what time and place, and under what conditions and regulations the accounts and books of this Corporation other than the Stock Ledger, shall be open to the inspection of Stockholders, and no Stockholder shall have any right to inspect any account or book or document of this Corporation except as conferred by STATUTE, or otherwise, by the Directors, or by resolution of both Stockholders and Directors.

The Directors shall have power, if the By-Laws so provide, to hold their meetings either within the State of Florida; to have one or more offices in addition to the principal office in Florida; and to keep books of this Corporation, subject to the provisions of the FLORIDA STATUTES outside the State of Florida, at such places as may from time to time be designated by them.

The Corporation may, in its By-Laws, confer additional powers to the foregoing powers upon the Directors, in addition to the powers and authorities expressly conferred upon them by the FLORIDA STATUTES.


The Corporation reserves the right to amend, alter, change, or repeal any provisions contained in these Articles of Incorporation, in the manner now or hereafter prescribed by the STATUTE, and all rights conferred on Stockholders herein are granted subject to its reservations.

The undersigned hereby make, subscribe, acknowledge
and file these Articles of Incorporation this
22nd day of June, A.D., Nineteen hundred and
ninety-five (1995).



Patrick Marzouca
FL DL. M 622-670-51-300-0

STATE OF FLORIDA


COUNTY OF ~~HILLSBOROUGH~~

I hereby certify that on this day personally appeared
before me, an officer duly authorized to administer oaths
and take acknowledgments, Patrick Marzouca, who executed
the foregoing ARTICLES OF INCORPORATION as incorporator
and

who acknowledged before me that he executed the same freely
and voluntarily for the purpose of incorporating P.M.
Rent-A-Car, INC. as a Corporation under the Laws of the
State of Florida.

WITNESS my hand and official seal at Clearwater, Florida
this 22nd day of June A.D., Nineteen
hundred and ninety-five (1995).

Susan E. DeStefano

Notary Public, State of Florida



SUSAN E. DE STEFANO
MY COMMISSION # 00400006 EXPIRES
November 14, 1998
BONDED THRU TROY FARM INSURANCE, INC.

ACCEPTANCE

Having been named to accept service of process for the above named corporation, at the place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of the law relative to the duties involved of the said office.


Patrick Marzouca