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Articles of Incorporation of Car Rental Acquisition Corporation

Article I. Name

The name of this Florida corporation is:

Car Rental Acquisition Corporation

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Article II. Address

The mailing address of the Corporation is:

Car Rental Acquisition Corporation 801 Brickell Avenue, Suite 932 Miami FL 33131

SSEE, FLO

Article III. Capital Stock

The Corporation shall have the authority to issue 1,000 shares of common stock, par value \$.01 per share.

Article IV. Registered Agent

The name and address of the registered agent of the Corporation is:

Tim Hartley World Trade Center 80 SW 8th Street, Suite 2520 Miami FL 33130

Article V. Board of Directors

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation.

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Tim Hartley FL Bar Member 979066 Valle & Craig, P.A. World Trade Center 80 SW 8th Street, Suite 2520 Miami FL 33130 305-373-2888 • Fax 305-373-2889 The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by law. The name of each initial member of the Corporation's Board of Directors is:

Randall L. Bradley Steven Glasberg

Article VI. Incorporator

The name and address of the incorporator is:

Tim Hartley Valle & Craig, P.A. World Trade Center 80 SW 8th Street, Suite 2520 Miami FL 33130

Article VII, Corporate Existence

The corporate existence of the Corporation shall begin effective February 20, 1996

The authorized representative of the incorporator executed these Articles of Incorporation on February 20, 1996

Tim Hartley

by Luis A. Uriarte as attorney-in-fact

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Tim Hartley FL Bar Member 979066 Valle & Craig, P.A. World Trade Center 80 SW 8th Street, Suite 2520 Miami FL 33130 305-373-2888 • Fax 305-373-2889

CRRTIFICATE OF DESIGNATION REGISTERED AGENT AND REGISTERED OFFICE

CORPORATION:

Car Rental Acquisition Corporation

REGISTERED AGENT:

Tim Hartley World Trade Center 80 SW 8th Street, Suite 2520 Miami FL 33130 96 FEB 21 PH 12: 01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

Tim Hartley

by Luis A. Uriarte as attorney-in-fact

Date: February 20, 1996

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Tim Hartley FL Bar Member 979066 Valle & Craig, P.A. World Trade Center 80 SW 8th Street, Suite 2520 Miami FL 33130 305-373-2888 • Fax 305-373-2889

00016024 315 SOUTH CALHOUN STREET Address Tallahannoo, Florida 32301 Phone # City/State/Zip Office Use Only 224-7000 CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known): al Acquisition Corporation (Corporation Name) (Document #) (Corporation Name) (Document #) (Document #) (Corporation Name) Sertified Copy & Airs - Amounds Pick up time 4:00 Certificate of Status Photocopy Will wait Mail out NEW FILINGS AMENDMENTS TO Amendment Profit Resignation of R.A., Officer/Director NonProfit Limited Liability Change of Registered Agent Dissolution/Withdrawal Domestication Other Merger REGISTRATION OTHER FILINGS QUALIFICATION Annual Report Foreign Fictitious Name Limited Partnership Name Reservation Reinstalement Trademark

Examiner's Initials

Other

ARTICLES OF AMENDMENT OF THE ARTICLES OF INCORPORATION

OF

CAR RENTAL ACQUISITION CORPORATION

Pursuant to Sections 607.1002 and 607.1006 of the Florida Business Corporation Act, the Articles of Incorporation of CARE RENTAL ACQUISITION CORPORATION (the "Corporation"), are hereby amended according to these Articles of Amendment:

FIRST: The name of the Corporation is CAR RENTAL ACQUISITION CORPORATION.

SECOND: The first paragraph of the Articles of Incorporation is amended in its entirety to read as follows:

"The name of this Corporation is LIMOUSINE ACQUISITION CORPORATION."

THIRD: The foregoing amendment was adopted by resolution of the shareholders and by written consent of the board of directors of the Corporation, in accordance with Sections 607.1003(6) and 607.0704 of the Florida Statutes, on April // 1997 constituting a sufficient number of votes to approve the amendment.

IN WITNESS WHEREOF, the undersigned President of the Corporation has executed this instrument this __//_ day of April, 1997.

Name: RONOALL L. PAID

Title: President

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SECRETARY OF STATE
AND ASSEF FI ORIDA