

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1-800-342-8062
 FAX (904) 222-1222

NAME _____
 FIRM _____
 ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
 One Day Service Two Day Service

To us via _____ Return via _____

Mailor No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

REQUEST TAKEN CONFIRMED APPROVED

DATE _____

TIME _____ CK No. _____

BY [Signature] _____

WALK-IN 5/17 2:30
 Will Pick Up _____

RE: Arrow Rent-a-Car, Inc.

	C.O. FEE.	DISBURSED
Capital Express™		
<input checked="" type="checkbox"/> Art. of Inc. Fila		
Corp. Record Search		
Ltd. Partnership Fila		
Foreign Corp. Fila		
<input checked="" type="checkbox"/> () Cert. Copy(s)		
Art. of Amend. Fila		
Dissolution/Withdrawal		
C U S		
Fictitious Name Fila		
Name Reservation		
Annual Report/Reinstatement		
Reg. Agent Service		
Document Filing		
Corporate Kit		
Vehicle Search		
Driving Record		
Document Retrieval		
UCC 1 or 3 Fila		
UCC 11 Search		
UCC 11 Retrieval		
File No.'s, Copies		
Courier Service		
Shipping/Handling		
Phone ()		
Top Priority		
Express Mail Prep.		
FAX () pgs.		

SUBTOTALS _____

FEE.....

DISBURSED.....

SURCHARGE.....

TAX on corporate supplies.....

SUBTOTAL.....

PREPAID.....

BALANCE DUE.....

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum.

63 5/17/96

THANK YOU
 from
 Your Capital Connection

ARTICLES OF INCORPORATION
OF

ARROW RENT-A-CAR, INC.

FILED
96 MAY 17 PM 4:01
CLERK OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation is **ARROW RENT-A-CAR, INC.**

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is 903 E. 93rd Avenue, Tampa, Florida 33612.

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is seven thousand five hundred (7,500) shares having a par value of (\$1.00) per share.

ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is R. JEFFREY STULL, ESQUIRE, Stull & Barber, P.A., 602 South Boulevard, Tampa, Florida 33606.

ARTICLE V: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is Capital Connection, Inc., 417 E. Virginia St., Suite 1, Tallahassee, FL 32301.

ARTICLE VI: INITIAL BOARD OF DIRECTORS

The name and address of each member of the initial Board of Directors of the corporation is

ANTHONY J. FONSECA, 8715 1/2 N. Whittier Avenue, Tampa, Florida 33617.

JANICE M. FONSECA, 8715 1/2 N. Whittier Avenue, Tampa, Florida 33617.

The undersigned has executed these Articles of Incorporation this 17th day of May 1996.

"Capital Connection, Inc. by Jennifer Starling, Client Representative"

A handwritten signature in cursive script, reading "Jennifer Starling", is written over a horizontal line.

**CERTIFICATE OF DESIGNATION
OF
REGISTERED AGENT/REGISTERED OFFICE**

96 MAY 17 PM 4:01

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

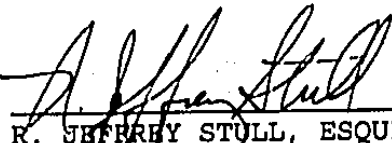
Pursuant to the provisions of Section 607.0501, Florida Statutes, the mentioned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: ARROW RENT-A-CAR, INC.

2. The name and street address of the Registered Agent and office is:

**R. JEFFREY STULL, ESQUIRE
Stull & Barber, P.A.
602 South Boulevard
Tampa, Florida 33606**

Having been named as Registered Agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the power and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.


R. JEFFREY STULL, ESQUIRE
Stull & Barber, P.A.
602 South Boulevard
Tampa, Florida 33606
(813) 251-3914