


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  
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PHONE ( ) \_\_\_\_\_

To us via \_\_\_\_\_ Return via \_\_\_\_\_

Matter No. \_\_\_\_\_ Express Mail No. \_\_\_\_\_

State Fee \$ \_\_\_\_\_ Our \$ \_\_\_\_\_



91-11103-7 sub 15

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31 JUL 7 1996

REQUEST	TAKEN	CONFIRMED	APPROVED
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DATE                     

TIME  CK No. \_\_\_\_\_

BY 1/2/78

WALK-IN Will Pick Up 4/7 12:00

RE: Choice Auto Rental  
Sales, Inc.

	C.C. Fee.	DISBURSED
Capital Expense <sup>14</sup>		
Art. of Inc. Filing		
Corp. Record Search		
Ltd. Partnership Filing		
Foreign Corp. Filing		
( ) Cert. Copy(s)		
Art. of Amend. Filing		
Dissolution/Withdrawal		
C U S-		
Fictitious Name Filing		
Name Reservation		
Annual Report/Reinstatement		
Reg. Agent Service		
Document Filing		
Corporate Kit		
Vehicle Search		
Driving Record		
Document Retrieval		
UCC 1 or 3 Filing		
UCC 11 Search		
UCC 11 Retrieval		
Filing 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.....	\$
	\$

**TERMS: NET 10 DAYS FROM INVOICE DATE**  
1 1/2% per month on Past Due Amounts  
Past 30 Days, 18% per Annum.

**THANK YOU**  
from  
**Your Capital Connection**



FILED

ARTICLES OF INCORPORATION

96 AUG -7 AM 11:16

OF

STATE OF FLORIDA  
TALLAHASSEE

CHOICE AUTO RENTAL SALES, INC.

I, the undersigned, heroby make, subscribe, acknowledge, and file with the Secretary of State of the State of Florida these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

ARTICLE I

NAME AND MAILING ADDRESS

The name of this corporation shall be:

CHOICE AUTO RENTAL SALES, INC.

The address of the principal office and the mailing address of this corporation is:

21649 U.S. Hwy 19 North  
Clearwater, Florida 34625

ARTICLE II

EXISTENCE OF CORPORATION

This corporation shall begin existence upon the filing of these Articles of Incorporation and shall have perpetual existence.



### ARTICLE III

#### PURPOSES

This corporation may engage in the transaction of any or all lawful business for which corporations may be incorporated under the laws of the State of Florida.

### ARTICLE IV

#### POWERS

The corporation shall have all such powers as may be necessary or desirable to carry out the business of the Corporation, including, but not limited to all those powers enumerated by §607.0302, Florida Statutes (1993), as may be amended from time-to-time.

### ARTICLE V

#### CAPITAL STOCK

(a) The corporation shall have a single class of common stock, all having the same rights and privileges.

(b) The total number of shares of stock authorized to be issued by the corporation shall be 10,000 shares having a par value of \$1.00 per share. Each of the said shares of stock shall



entitle the holder thereof to one (1) vote at any meeting of the stockholders. All or any part of said capital stock may be paid for in cash, by promissory note, in property, in labor or services actually performed for the Corporation or promised to be performed as evidenced by a written contract, valued at a fair valuation to be fixed by the Board of Directors at a meeting called for such purpose. All stock when issued shall be paid for and shall be nonassessable.

(c) In the election of directors of this corporation there shall be no cumulative voting of the stock entitled to vote at such election.

(d) There shall be no preemptive rights granted to the holders of any stock in the corporation.

#### ARTICLE VI

##### REGISTERED OFFICE AND REGISTERED AGENT

The street address of the corporation's initial registered office is:

21649 U.S. Hwy 19 North  
Clearwater, Florida 34625



and the name of the corporation's initial registered agent at such address is:

Michael Krizmanich.

The corporation may change its registered office or its registered agent or both by filing with the Department of State of the State of Florida a statement complying with Section 607.0502, Florida Statutes (1993), as may be amended from time-to-time.

#### ARTICLE VII

##### INITIAL BOARD OF DIRECTORS

The number of directors constituting the initial Board of Directors shall be one (1), and the name and address of each person who is to serve as a member thereof is as follows:

<u>Name</u>	<u>Address</u>
Michael Krizmanich	21649 U.S. Highway 19 North Clearwater, Florida 34625

The number of directors constituting any subsequent Board of Directors shall be determined in accordance with the Bylaws of the corporation and without amendment to these Articles of Incorporation.



ARTICLE VIII

INCORPORATORS

The name and address of each incorporator of this corporation is as follows:

<u>Name</u>	<u>Address</u>
Michael Krizmanich	21649 U.S. Hwy 19 North Clearwater, Florida 34625

ARTICLE IX

INDEMNIFICATION

The corporation shall indemnify any officer or director, or former officer or director, to the full extent permitted by Section 607.0850, Florida Statutes (1993), as amended from time-to-time.

ARTICLE X

AMENDMENT OF ARTICLES OF INCORPORATION

The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.



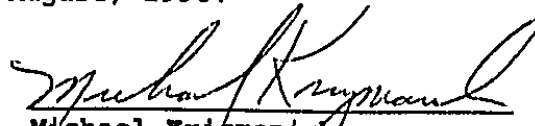
IN WITNESS WHEREOF, I, the undersigned, have executed these Articles for the uses and purposes therein stated.

  
Michael Krizmanich,  
Incorporator

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above-named corporation at a place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of Section 607.0505, Florida Statutes (1993).

DATED this 3rd day of August, 1996.

  
Michael Krizmanich,  
Registered Agent

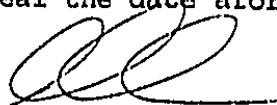
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96 AUG -7 AM 11:17  
STATE  
SECRETARY, FLORIDA  
TALLAHASSEE



STATE OF FLORIDA     )  
COUNTY OF PINELLAS    )

BEFORE ME, the undersigned authority, on this 3rd day of August, 1996, personally appeared Michael Krizmanich, to me well known to be the person described in and who signed the foregoing Articles of Incorporation and Acceptance of Registered Agent, and acknowledged to me that he executed the same freely and voluntarily for the uses and purposes therein expressed.

WITNESS my hand and official seal the date aforesaid.



Name: Denis A. Cohrs  
Notary Public for State of Florida  
(SEAL)  
✓ Personally Known    ID Produced  
My Commission Expires:



DENIS A. COHRS  
MY COMMISSION # CC331055 EXPIRES  
December 3, 1997  
BONDED THRU TROY FAIR INSURANCE, INC.



P96000065787

LAW OFFICE

GUILLERMO A. RUIZ, P.A.

2001 FIFTH AVENUE NORTH

P. O. BOX 14787

MT. PLEASANT, FLORIDA 33703

GUILLERMO A. RUIZ  
LINDA LEE WYNN

TELEPHONE (813) 681-8788  
FAX (813) 681-8104

October 1, 1997

Secretary of State  
State of Florida  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32301

700002312947-- 1  
-10/06/97--01135--001  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

RE: Choice Auto Rental Sales, Inc.  
Charter #P96000065787  
Name Change to: Choice Acceptance Corporation

Gentlemen:

Enclosed herein for filing in reference to the captioned matter please find original and one copy of the First Amendment to Articles of Incorporation with attached copy of Minutes of Special Meeting of the Stockholders and Directors of Choice Auto Rental Sales, Inc. Also enclosed is my check made payable to your office in the sum of \$35.00 representing payment for the filing fee.

Please file the original of this Amendment and return to my office a copy of same stamped with the filing date, together with your receipt for the monies enclosed herewith.

Thank you for your attention to this matter.

Very truly yours,

GUILLERMO A. RUIZ, P.A.

Guillermo A. Ruiz

GAR/ms

Enclosures

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

97 OCT -6 AM 11:13

FILED

SW 10/9

N/C Amend



**FIRST AMENDMENT TO ARTICLES OF INCORPORATION  
OF  
CHOICE AUTO RENTAL SALES, INC.**

**(CHANGING NAME TO:  
CHOICE ACCEPTANCE CORPORATION)**

**FILED**  
97 OCT -6 AM 11:13  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscriber to the original Articles of Incorporation of Choice Auto Rental Sales, Inc. filed with the office of the Secretary of State of the State of Florida, Division of Corporations on 7th day of August, 1996, representing all the stockholders, directors and officers of said corporation, hereby amend Article I. Name of said original Articles of Incorporation as follows:

**ARTICLE I. NAME**

The name of the corporation shall be: **CHOICE ACCEPTANCE CORPORATION.**

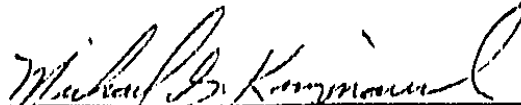
In all other respects the Articles of Incorporation filed herein on August 7, 1996 are hereby ratified and confirmed.

This amendment was proposed by the stockholders and approved by the stockholders at a stockholders meeting held September 30,



1997, as is evidenced by their signatures at the end of this Amendment.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on the 1st day of October, 1997.

  
MICHAEL G. KRIZMANICH,  
Original Subscriber, President,  
Secretary, Treasurer and  
sole stockholder

STATE OF FLORIDA

COUNTY OF PINELLAS

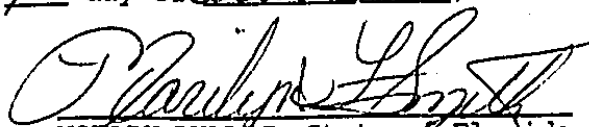
BEFORE ME, the undersigned authority, personally appeared MICHAEL G. KRIZMANICH, who, being by me first duly cautioned and sworn, deposes and says: that he is the individual described in and who executed the foregoing First Amendment to Articles of Incorporation of CHOICE AUTO RENTAL SALES, INC. (Changing Name to: CHOICE ACCEPTANCE CORPORATION) and states that he has read the foregoing Amendment and that the matters and facts alleged therein are true and correct to the best of his knowledge, information and belief.

SUBSCRIBED AND SWORN to before me, a Notary Public, in the County and State aforesaid this 1st day of October, 1997.

(SEAL)



Marilyn F. Smith  
MY COMMISSION # CC512531 EXPIRES  
March 4, 2000  
BONDED THRU TROY FAIR INSURANCE, INC.

  
NOTARY PUBLIC, State of Florida  
Name: MARILYN F. SMITH  
Address: 2701 5th Ave. No.

St. Petersburg, FL 33713  
Commission Expires: 3-04-2000



**MINUTES OF SPECIAL MEETING OF THE  
STOCKHOLDERS AND DIRECTORS**

**OF**

**CHOICE AUTO RENTALS SALES, INC.**

A special meeting of the directors and stockholders of CHOICE AUTO RENTAL SALES, INC. was held at 5801 Ulmerton Road, Clearwater, Florida on the 22th day of September, 1997 at 4:00 p.m. Present at the meeting was MICHAEL G. KRIZMANICH who represented the sole director and stockholder of the corporation and who waived formal notice of the meeting as is evidenced by his signature at the conclusion of these minutes.

MICHAEL G. KRIZMANICH presided at the meeting and recorded the minutes.

The meeting was called for the purpose of discussing a proposed amendment to the Articles of Incorporation changing the name of the corporation to Choice Acceptance Corporation. Upon motion duly made and carried, it was

RESOLVED, that the corporation's Articles of Incorporation filed with the office of the Secretary of State, State of Florida, on August 7, 1996 shall be amended to reflect the change of the corporation's name from Choice Auto Rental Sales, Inc. to the new name, Choice Acceptance Corporation. The appropriate officers of the corporation shall cause to be filed with office of the Secretary of State, Division of Corporations, the appropriate amendments or other paperwork to effect this name change. It is further


RESOLVED that the signing of these minutes by the sole Director and Stockholder of the corporation shall constitute full ratification thereof and waiver of notice of



the meeting by the signatories.

There being no further business to come before the board, the meeting was, upon motion duly made and seconded, adjourned.

DATED: September 29, 1997.

  
MICHAEL G. KRIZMANICH,  
Director and sole stockholder