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Of Counsel

* Also admitted in Texas

June 29, 1999

Via FedEx

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399
Attention: New Filings

FILED
99 JUN 30 AM 9:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

600002921896--7
-07/02/99--01002--004
157.50 **78.75

Re: Articles of Incorporation for: Express Rental Car, Inc., a Florida corporation
Our files no. 9108

Dear Clerk:

Enclosed is a document package (2 copies) pertaining to the above referenced corporation, together with my remittance in the total sum of \$157.50 to cover cost of filing fees, registered agent designation and a certified copy of the Articles of Incorporation. Please return the certified copy of the Articles of Incorporation in the self-addressed FedEx envelope provided herein.

Thank you for your prompt attention and cooperation in this matter.

Very truly yours,

SEILER & SAUTTER



C. Christian Sautter

encl

cc: Philip J. De Meo

RV
7-2-99

ARTICLES OF INCORPORATION

OF

EXPRESS RENTAL CAR, INC.

Article I

Name

The name of the corporation is **EXPRESS RENTAL CAR, INC.**

Article II

Duration

This corporation shall have a perpetual existence.

Article III

Purpose

This corporation is organized for the purpose of transacting any and all lawful business.

Article IV

Address

The principal place of business or mailing address of this corporation shall be:

**9000 Cleary Boulevard
Plantation, Florida 33324**

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TALLAHASSEE, FLORIDA

Article V

Capital Stock

This corporation is authorized to issue Ten Thousand (10,000) shares of One Cent (\$.01) par value common stock.

Article VI

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is: **2900 East Oakland Park Boulevard, Suite 200, Fort Lauderdale, Florida 33306**, and the name of the initial registered agent of this corporation at the address is: **C. Christian Sautter, Esq.**

Article VII

Initial Board of Directors

This corporation shall have the following number of directors initially: two (2). The number of directors may be either increased or decreased from time to time by the Bylaws but shall never be less than two (2). The names and addresses of the initial directors of this corporation are:

Philip J. De Meo	9000 Cleary Boulevard Plantation, Florida 33324
John F. Watson	11050 Wiles Road, Suite 103 Coral Springs, Florida 33076

Article VIII

Incorporators

The name and address of the person signing these Articles is:

**C. Christian Sautter, Esq.
2900 East Oakland Park Boulevard
Suite 200
Fort Lauderdale, Florida 33306**

Article IX

Powers

This corporation shall have all of the corporate powers enumerated in the Florida Business Corporation Act.

Article X

Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, to the fullest extent permitted by law

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on June 27, 1999.



C. Christian Sautter, Esq., Incorporator

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

Pursuant to the provisions of section 607.0501 or 617.0501, Florida Statutes, the undersigned 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.

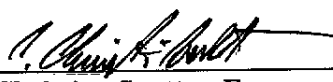
1. The name of the corporation is: **EXPRESS RENTAL CAR, INC.**
2. The name and address of the registered agent and office is:

**C. Christian Sautter, Esq.
2900 East Oakland Park Boulevard
Suite 200
Fort Lauderdale, Florida 33306**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Signature _____


C. Christian Sautter, Esq.