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MICHAEL J. ORLANDO

July 12, 1999

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*****78.75 *****78.75

VIA FEDERAL EXPRESS

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

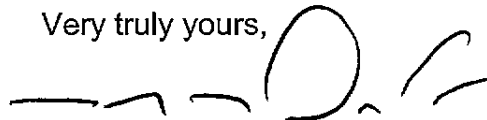
Re: Articles of Incorporation of Encore Rent-A-Car Group, Inc.

Ladies and Gentlemen:

Enclosed please find an original and one (1) copy of the Articles of Incorporation for the above-referenced corporation along with a check in the amount of \$78.75 representing payment in full of the filing fees. Please process same and return a certified copy to me at the above-listed address.

Thank you for your attention to this matter. Should you have any questions, comments or suggestions, please do not hesitate to call at the above-listed address.

Very truly yours,



Michael J. Orlando, Esq.

MJO/rmt

Enclosures.

FILED
99 JUL 13 PM 5:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF
ENCORE RENT-A-CAR GROUP, INC.

FILED
99 JUL 13 PM 5:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the Corporation shall be Encore Rent-A-Car Group, Inc., with its principal place of business located at 17 West State Road 84, Ft. Lauderdale, Florida 33315.

ARTICLE II - DURATION

The Corporation shall have perpetual existence.

ARTICLE III - PURPOSE

The purpose of this Corporation is to engage in any activities or business permitted under the Laws of the United States and Florida.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares which this Corporation is authorized to have outstanding at any time is 100 shares of common stock having a par value of \$1.00 per share.

ARTICLE V - INITIAL REGISTERED OFFICE AGENT

The initial registered office of this Corporation shall be 320 Davie Boulevard, Ft. Lauderdale, Florida 33315, and the initial registered agent of this Corporation shall be Michael J. Orlando, Esq., who upon this designation agrees to comply with the provisions of Section 48.091, Florida Statutes as amended from time to time, with respect to keeping an office open for service of process.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of 1 member. The number of directors may be increased or decreased from time to time by vote of the stockholders, but in no case shall the number of directors be less than 1 nor more than 10. The names and addresses of the directors constituting the initial Board of Directors are:

Name:

Address:

Jean Francois

17 West State Road 84
Ft. Lauderdale, Florida 33315

ARTICLE VII - INCORPORATOR

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

NAME:

Michael J. Orlando, Esq.

ADDRESS:

320 Davie Boulevard
Ft. Lauderdale, Florida 33315


Michael J. Orlando, Esq.

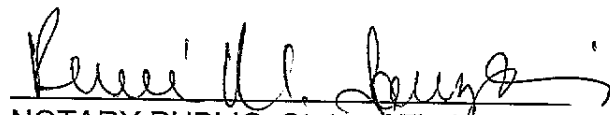
ARTICLE VIII - AMENDMENTS

These Articles of Incorporation may be amended by simple majority of the Board of Directors.

STATE OF FLORIDA }
COUNTY OF BROWARD }

The foregoing Articles of Incorporation of Encore Rent-A-Car Group, Inc. were acknowledged before me this 12th day of July, 1999 by Michael J. Orlando, Esq., Incorporator.




NOTARY PUBLIC, State of Florida
Print Name: Renee M. Touzalin

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Encore Rent-A-Car Group, Inc., at the place designated in the Articles of Incorporation, Michael J. Orlando, Esq. agrees to act in this capacity, and agrees to comply with the provisions of §48.091 relative to keeping open such office.

Dated: July 12, 1999


Michael J. Orlando, Esq.