

**ARTICLES OF INCORPORATION
OF
ACCESS AUTO RENTAL & LEASING, INC.**

FILED
99 SEP 30 AM 8:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of this Corporation shall be as follows:
ACCESS AUTO RENTAL & LEASING, INC.

ARTICLE II

The commencement of existence of this Corporation shall be the 23rd day of September, 1999.

ARTICLE III

The general purpose for which this Corporation is initially organized shall be the transaction of all lawful business for which corporations may be incorporated under the laws of the State of Florida, and specifically for the Rental and leasing of vehicles and/or other equipment.

ARTICLE IV

The Corporation shall have authority to issue 1000 shares of common stock, and such shares shall be without par value.

ARTICLE V

The street address of the registered office of the Corporation shall be 7640 Wiles Road, Coral Springs, FL 33067 and the Registered Agent shall be MARSHALL A. ADAMS at 7640 Wiles Road, Coral Springs, FL 33067. The principal address is the same as the registered office.

ARTICLE VI

The Board of Directors shall consist of NIGEL ADRIAN ALSTON and MARSHALL A. ADAMS.

ARTICLE VII

The president of the Corporation shall be NIGEL ADRIAN ALSTON. The Secretary and Treasurer shall be MARSHALL A. ADAMS.

ARTICLE VIII

The Incorporators of this Corporation are NIGEL ADRIAN ALSTON and MARSHALL A. ADAMS, whose address is 7640 Wiles Road, Coral Springs, FL 33067.

I, the undersigned, being the Incorporator hereinabove named, for the purpose of forming a corporation for profit to do business both within and without the State of Florida,

30m @ 11d

do hereby make, subscribe, acknowledge and file these Articles and, accordingly, have hereunto set my hand and seal this 28th day of September 1999.

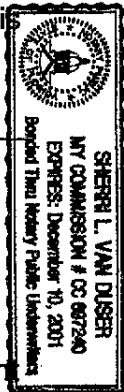

NIGEL ADRIAN ALSTON


MARSHALL A. ADAMS

STATE OF FLORIDA)
COUNTY OF BROWARD)

I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized in the State and County named above to take acknowledgments, personally appeared MARSHALL A. ADAMS and NIGEL ADRIAN ALSTON to me personally known, (or who produced FLDL, #A423-621-65-3480 as identification) and who did ~~(did not)~~ take an oath.

WITNESS my hand and official seal in the County and State named above, this 28th day of September 1999.




NOTARY PUBLIC
#CC 697240

My commission expires: 12/10/2001

ACCEPTANCE OF APPOINTMENT AS A REGISTERED AGENT

I, MARSHALL A. ADAMS, do hereby accept the appointment as Registered Agent for ACCESS AUTO RENTAL & LEASING, INC., this 28 day of September, 1999.


MARSHALL A. ADAMS

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