7640 WILES ROAD

CORAL SPRINGS, FLORIDA 33067 TELEPHONE: (954) 344-1432

Telefax: (954) 344-1231

FILED

99 SEP 30 AM 3: 36

SECRETARY OF STATE TALLAHASSEE, FLORIDA

General Counsel to: AUTO ACCESS, INC. FLORIDA BLACKTOP, INC.

September 20, 1999

Florida Department of State Division of Corporations P.O. Box 6327 Tallahassee, Florida 32314

RE:

Articles of Incorporation for

ACCESS AUTO RENTAL & LEASING, INC.

To Whom It May Concern:

Enclosed please find the original Articles of Incorporation for ACCESS AUTO RENTAL & LEASING, INC., and my operating account check made payable to the Secretary of State in the amount of \$122.50 to cover the cost of filing the Articles. If you have any questions in connection with this matter, please feel free to contact me at your convenience.

MARSHALL A. ADAMS, ESQUIRE CORPECT A

MAA/ma

CC:

NIGEL ADRIAN ALSTON

FILED

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SECRETARY OF STATE TALLAHASSEE, FLORIDA

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

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 28rd 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 incorporation may by 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,

do hereby make, subscribe, acknowledge and file these Articles and, accordingly, have hereunto set my hand and seal this day of deptends 1999. 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 X th day of Alesten 1999. My commission expires: |2|/0|200|ACCEPTANCE OF APPOINTMENT AS A REGISTERED AGENT I, MARSHALL A. ADAMS, do hereby accept the appointment as for ACCESS AUTO RENTAL & LEASING, INC. this 28 day