

V34275

CT CORPORATION SYSTEM

FILED

00 DEC 28 PM 4:00

CORPORATION(S) NAME

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Consumer's Car Rental, Inc.

400003516154--2

-12/28/00--01051--027

*****43.75 *****43.75

<input type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit		
<input type="checkbox"/> Foreign	<input checked="" type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
	<input type="checkbox"/> Reinstatement	
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> LLC	<input type="checkbox"/> Name Registration	<input type="checkbox"/> Change of RA
	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> UCC
<input checked="" type="checkbox"/> Certified Copy	<input type="checkbox"/> Photocopies	<input type="checkbox"/> CUS
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> Mail Out		

Name _____
Availability _____
Document _____
Examiner _____
Updater _____
Verifier _____
W.P. Verifier _____

12/28/00

Dis
12-29-00
BTS

Order#: 3491599

Ref#: _____

Amount: \$ _____

RECEIVED
00 DEC 28 PM 1:48
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

**ARTICLES OF DISSOLUTION OF
CONSUMER'S CAR RENTAL, INC.**

FILED

00 DEC 28 PM 4: 00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of the corporation is CONSUMER'S CAR RENTAL, INC. (hereinafter referred to as the "Corporation").

2. The names and addresses of the Corporation's officers are:

Earl D. Stewart, Jr.
1215 N. Federal Highway
Lake Park, FL 33403

President, Secretary and
Treasurer

3. The names and addresses of the Corporation's directors are:

Earl D. Stewart, Jr.
1215 N. Federal Highway
Lake Park, FL 33403


4. All debts, obligations and liabilities of the Corporation have been satisfied.

5. All of the remaining property and assets of the Corporation have been or will be distributed to the Corporation's shareholders no later than December 31, 2000.

6. There are no actions currently pending against the Corporation in any court.

7. A copy of the Plan of Liquidation for the Corporation, which was approved by all of the shareholders and directors of the Corporation on December 27, 2000, is attached to these Articles of Dissolution.

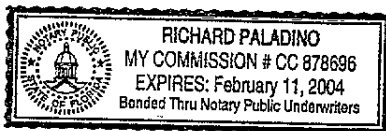
IN WITNESS WHEREOF, the President and Secretary of the Corporation have executed these Articles of Dissolution this 27th day of December, 2000.

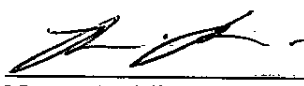


EARL D. STEWART, JR., President and
Secretary

STATE OF FLORIDA)
)
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 27th day of December, 2000 by EARL D. STEWART, JR. who is the President and Secretary of CONSUMERS CAR RENTAL, INC., a Florida corporation, and who is either personally known to me or who has produced his drivers license as identification.





Notary Public, State of Florida

My Commission Expires:

**PLAN OF LIQUIDATION FOR
CONSUMER'S CAR RENTAL, INC.**

The undersigned, consisting of all the members of the Board of Directors and all of the shareholders of CONSUMER'S CAR RENTAL, INC., a Florida corporation (hereinafter referred to as the "Corporation"), do hereby approve and adopt the resolutions hereinafter set forth, and authorize each and all of the acts and transactions described in said resolutions:

WHEREAS, in the judgement of the Board of Directors and sole shareholder of the Corporation, it is deemed advisable and in the best interest of the shareholders of the Corporation that the Corporation be liquidated and dissolved pursuant to the provisions in Section 336 of the Internal Revenue Code of 1986, as amended (hereinafter referred to as the "Code");

IT IS HEREBY:

RESOLVED, that the complete liquidation and dissolution of the Corporation be effected under this Plan of Liquidation (hereinafter referred to as the "Plan");

RESOLVED, that the President of the Corporation is hereby authorized to distribute to the shareholders of the Corporation all of the cash and other assets of the Corporation in complete liquidation of the Corporation;

RESOLVED, that the President of the Corporation is authorized and directed to:

- (a) Cease doing business as a going concern;
- (b) Cause notice of this dissolution to be mailed to each of the known creditors of, and any claimant against the Corporation;
- (c) Proceed to collect the assets of the Corporation and convey and dispose of such of its property as are not to be distributed in kind to the shareholder; and
- (d) Proceed to pay, satisfy or discharge the Corporation's liabilities and obligations, or to make adequate provisions for the payment and discharge thereof, and to do all other acts required to liquidate the Corporation's business and affairs pursuant to the provisions of Chapter 607 of the Florida Statutes;


RESOLVED, that the President and Secretary of the Corporation is authorized, empowered and directed to file all documents which he deems necessary or advisable to effectuate the complete liquidation of the Corporation,

including Articles of Dissolution pursuant to Section 607.1403 of the Florida Statutes and information returns on Treasury Department Forms 966, 1096 and 1099L, together with a final income tax return for the Corporation;

RESOLVED, that the actions provided for in the foregoing resolutions providing for the complete liquidation of the Corporation and the distribution of its assets be commenced as soon as practicable, and that such assets be distributed and the dissolution be completed as soon practicable.

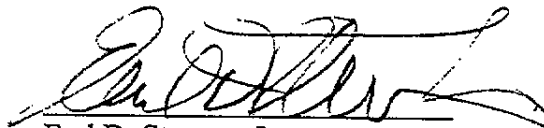
IN WITNESS WHEREOF, the undersigned directors and shareholders of the Corporation have executed this written consent to action approving the above Plan of Liquidation for CONSUMERS CAR RENTAL, Inc. this 27th day of December, 2000.

Director



Earl D. Stewart, Jr.

Shareholder



Earl D. Stewart, Jr.