

Filing and License Fee: \$310.00 minimum

ID Number: _____



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
148 W. River Street
Providence, Rhode Island 02904-2615

BUSINESS CORPORATION

APPLICATION FOR CERTIFICATE OF AUTHORITY

Pursuant to the provisions of Section 7-1.2-1405 of the General Laws of Rhode Island, 1956, as amended, the undersigned foreign corporation hereby applies for a Certificate of Authority to transact business in the State of Rhode Island, and for that purpose submits the following statement:

- 1. The name of the corporation is Enterprise Fleet Management, Inc.
2. It is incorporated under the laws of Missouri
3. The name, if different, which it elects to use in Rhode Island is:

- (a) If the name of the corporation in its jurisdiction of incorporation does not contain the word "corporation," "company," "incorporated," or "limited," or an abbreviation thereof, then list the name of the corporation with the addition of one of the above corporate endings for use in Rhode Island:
(b) If the corporate name is not available in Rhode Island, then set forth below the fictitious name under which the corporation will qualify and transact business in Rhode Island as stated in the "Fictitious Business Name Statement" to be filed with this application:

- 4. The date of its incorporation is 11/21/1994 and the period of its duration is Perpetual
5. The address of its principal office in the state or country under the laws of which it is incorporated is

600 Corporate Park Dr., St. Louis, Missouri, 63105

- 6. The address of its proposed registered office in Rhode Island is 155 South Main Street, Suite 301 (Street Address, not P.O. Box)

Providence, RI 02903 and the name of its proposed registered agent in Rhode Island at

that address is C T Corporation System (Name of Agent)

- 7. The purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are:

Motor Vehicle Sales, Leasing & Contract Services

- 8. (a) The names and respective addresses of its directors (optional unless directors are required under the laws of the state or country of which it is incorporated). See Attached

Table with columns Name and Address. Rows for Director, Director, Director, Director.

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(b) The names and respective addresses of its principal officers (mandatory if directors are not required under the laws of the state or country of which it is incorporated). *See Attached*

	<u>Name</u>	<u>Address</u>
President	_____	_____
Vice President	_____	_____
Treasurer	_____	_____
Secretary	_____	_____

9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value or Statement that Shares are without Par Value</u>
30,000	Common	_____	\$1.0000
_____	_____	_____	_____
_____	_____	_____	_____

10. (a) An estimate of the value of all property to be owned by the corporation for the following year, wherever located, is \$ 4000000000.0000.
- (b) An estimate of the value of the corporation's property to be located within Rhode Island during the following year is \$ 0.0000.
- (c) An estimate, expressed as a percentage, of the proportion that the estimated value of the property of the corporation to be located within this state during the following year bears to the value of all property of the corporation to be owned during the following year, wherever located, is 0%. [divide (b) by (a) and multiply by 100 to obtain the percentage].
11. (a) An estimate of the gross amount of business to be transacted by the corporation during the following year is \$ 1500000000.0000.
- (b) An estimate of the gross amount of business to be transacted by the corporation at or from places of business in Rhode Island during the following year is \$ 0.0000.
- (c) An estimate, expressed as a percentage, of the proportion that the gross amount of business to be transacted by the corporation at or from places of business in this state during the following year bears to the gross amount thereof which will be transacted by the corporation during the following year is 0% [divide (b) by (a) and multiply by 100 to obtain the percentage].
12. This application is accompanied by a certificate of Good Standing issued by the proper officer of the state or country under the laws of which it is incorporated.
13. This Application for Certificate of Authority shall be effective upon filing unless a specified date is provided which shall be no later than the 90th day after the date of this filing _____

Under penalty of perjury, I declare and affirm that I have examined this Application for Certificate of Authority, including any accompanying attachments, and that all statements contained herein are true and correct.

Date: 4-8-2010

Mary K. DeLassus
Signature of Authorized Officer of the Corporation

Mary K. DeLassus, Asst. Secretary
Type or Print Name of Authorized Officer

Enterprise Fleet Management, Inc.

NAME	TITLE	ADDRESS
Nicholson, Pamela M.	Director	600 Corporate Park Dr., St. Louis, MO, 63105
Snyder, William W.	Director	600 Corporate Park Dr., St. Louis, MO, 63105
Taylor, Andrew C.	Director	600 Corporate Park Dr., St. Louis, MO, 63105
Nicholson, Pamela M.	President	600 Corporate Park Dr., St. Louis, MO, 63105
Snyder, William W.	Treasurer, Vice President, Asst. Secretary	600 Corporate Park Dr., St. Louis, MO, 63105
Litow, Mark I.	Secretary	600 Corporate Park Dr., St. Louis, MO, 63105
Bloom, Steven E.	Vice President	600 Corporate Park Dr., St. Louis, MO, 63105
Chelew, Thomas G.	Vice President	600 Corporate Park Dr., St. Louis, MO, 63105
Schurwan, Robert G.	Vice President	600 Corporate Park Dr., St. Louis, MO, 63105
Albright, Connie S.	Assistant Vice President	600 Corporate Park Dr., St. Louis, MO, 63105
Weich, Mary Jo	Assistant Vice President	600 Corporate Park Dr., St. Louis, MO, 63105
Delassus, Mary K.	Assistant Secretary	600 Corporate Park Dr., St. Louis, MO, 63105
Perkins, Meredith	Assistant Secretary	600 Corporate Park Dr., St. Louis, MO, 63105
Thumann, Erich	Assistant Secretary	600 Corporate Park Dr., St. Louis, MO, 63105

STATE OF MISSOURI



Robin Carnahan
Secretary of State

CORPORATION DIVISION
CERTIFICATE OF GOOD STANDING

I, ROBIN CARNAHAN, Secretary of the State of Missouri, do hereby certify that the records in my office and in my care and custody reveal that

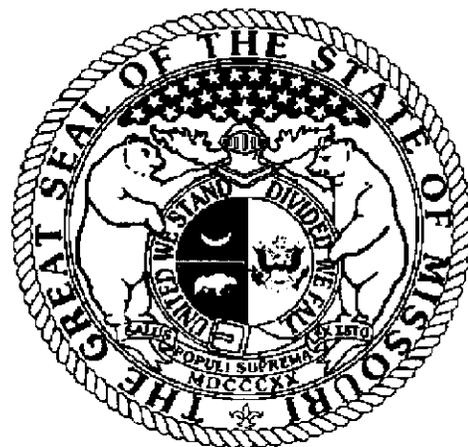
ENTERPRISE FLEET MANAGEMENT, INC.
00403578

was created under the laws of this State on the 21st day of November, 1994, and is in good standing, having fully complied with all requirements of this office.

IN TESTIMONY WHEREOF, I have set my hand and imprinted the GREAT SEAL of the State of Missouri, on this, the 18th day of June, 2010

A handwritten signature in cursive script that reads "Robin Carnahan".

Secretary of State





State of Rhode Island and Providence Plantations

A. Ralph Mollis

Secretary of State

STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

I, A. RALPH MOLLIS, Secretary of State of the State of Rhode Island
and Providence Plantations, hereby certify that this document, duly
executed in accordance with the provisions of Title 7 of the General Laws
of Rhode Island, as amended, has been filed in this office on this day:

A handwritten signature in black ink that reads "A. Ralph Mollis".

A. RALPH MOLLIS

Secretary of State

