

Filing fee: \$35.00

J 42649

APPLICATION FOR
AMENDED CERTIFICATE OF AUTHORITY
OF

Discount Rent A Car Systems, Inc.

To the Secretary of State
of the State of Rhode Island

Pursuant to the provisions of Section 7-1.1-111 of the General Laws, 1956, as amended, the undersigned corporation hereby applies for an Amended Certificate of Authority to transact business in Rhode Island, and for that purpose submits the following statement:

FIRST: A Certificate of Authority was issued to the corporation by your office on April 17, 1987, authorizing it to transact business in Rhode Island under the name of Discount Rent A Car Systems, Inc.

SECOND: The corporate name of the corporation has been changed to Adrac, Inc.
[If no change, so indicate]

THIRD: The name which it elects to use hereafter in Rhode Island is Adrac, Inc.

FOURTH: It desires to pursue in the transaction of business in Rhode Island other or additional purposes than those set forth in its prior Application for a Certificate of Authority, as follows: No change
[If no other or additional purposes are proposed, insert "No change."]

FIFTH: Other amendments, if any, to Certificate of Authority previously issued: [see §§7-1.1-103, 7-1.1-109, 7-1.1-110. of the General Laws, 1956, as amended.] (If increase of authorized capital stock, state:

Number of Shares	Class	Series	Par Value per Share or Statement that Shares are without Par Value
100			No par value

- (A): An estimate of the value of all property to be owned by it for the following year, wherever located, is \$0.
- (B): An estimate of the value of its property to be located within Rhode Island during such year is \$10,000.00.
- (C): An estimate of the gross amount of business to be transacted by it during such year is \$5,000.00.
- (D): An estimate of the gross amount of business to be transacted by it at or from places of business in Rhode Island during such year is \$20,000.00.

112

Dated August 9, 1988.

John Tanian
By John Tanian

Its President
and *John Tanian*
John Tanian
Its Secretary

Commonwealth of
~~STATE OF~~ Massachusetts } Sc.
COUNTY OF Norfolk

At Sharon, MA in said County on the 9th day
of August 1988, before me personally appeared
John Tanian, who being by me first duly sworn, declared that he is the
President and Secretary of Adrac, Inc.,
that he signed the foregoing document as such President and Secretary
of the corporation, and that the statements therein contained are true.

Melvin M. Kafka
Notary Public
Melvin M. Kafka
My commission expires:

(NOTARIAL SEAL)

RECEIVED
SECRETARY OF STATE
CORPORATION DIV.
SEP 7 2 26 PM '88
#1 ME 9048

State of Delaware



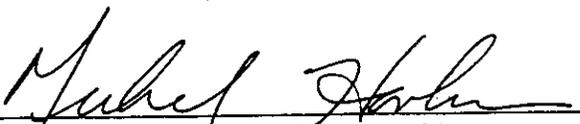
Office of Secretary of State

I, MICHAEL HARKINS, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF DISCOUNT RENT A CAR SYSTEMS, INC. FILED IN THIS OFFICE ON THE THIRTIETH DAY OF AUGUST, A.D. 1988, AT 9 O'CLOCK A.M.

! ! ! ! ! ! ! ! ! !



888243233


Michael Harkins, Secretary of State

AUTHENTICATION: :1844999

DATE: 08/31/1988

CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION

FILED
AUG 30 1988

Robert H. Hester
SECRETARY OF STATE

Discount Rent A Car Systems, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware.

DOES HEREBY CERTIFY:

FIRST: That at a meeting of the Board of Directors of Discount Rent A Car Systems, Inc. resolutions were duly adopted setting forth a proposed amendment of the Certificate of Incorporation of said corporation, declaring said amendment to be advisable and calling a meeting of the stockholders of said corporation for consideration thereof. The resolution setting forth the proposed amendment is as follows:

RESOLVED, that the Certificate of Incorporation of this corporation be amended by changing the Article thereof numbered "First " so that, as amended said Article shall be and read as follows:

" The name of this Corporation is Adrac, Inc. "

SECOND: That thereafter, pursuant to resolution of its Board of Directors, a special meeting of the stockholders of said corporation was duly called and held, upon notice in accordance with Section 222 of the General Corporation Law of the State of Delaware at which meeting the necessary number of shares as required by statute were voted in favor of the amendment.

THIRD: That said amendment as duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

FOURTH: That the capital of said corporation shall not be reduced under or by reason of said amendment.

IN WITNESS WHEREOF, said Adrac, Inc. has caused its corporate seal to be hereunto affixed and this certificate to be signed by John Tanian its President and John Tanian its Secretary, this 9th day of August, 19 88.

John Tanian
Secretary John Tanian

John Tanian
President John Tanian

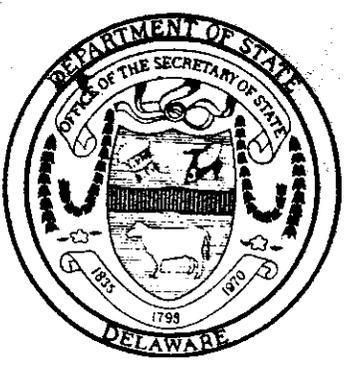
State of Delaware



Office of Secretary of State

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Michael Harkins
Michael Harkins, Secretary of State

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CERTIFICATE OF INCORPORATION

FILED
AUG 09 1988
Am
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Secretary John Tanian

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President John Tanian