

Filing fee: \$50.00
License fee: \$15.00 minimum
(Section 7-11-124)

APPLICATION FOR
CERTIFICATE OF AUTHORITY
OF

Hertz Transporting, Inc.

To the Secretary of State
of the State of Rhode Island

Pursuant to the provisions of Section 7-1.1-103 of the General Laws, 1956, as amended, the undersigned 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:

FIRST: The name of the corporation is ~~XXXXXXXXXXXXXXXXXXXX~~
HERTZ TRANSPORTING, INC.

SECOND: The name which it elects to use in Rhode Island is
~~HERTZ TRANSPORTING, INC.~~ HERTZ TRANSPORTING, INC.

(If the name of the corporation does not contain the word "corporation," "company," "incorporated," or "limited," or an abbreviation of one of such words, insert the name of the corporation with the word or abbreviation which it elects to add thereto for use in Rhode Island;)

THIRD: It is incorporated under the laws of Delaware

FOURTH: The date of its incorporation is May 2, 1984 and the period
of its duration is Perpetual

FIFTH: The address of its principal office in the state or country under the laws of
which it is incorporated is Corporation Trust Center, 1209 Orange Street
Wilmington, Delaware 19801

SIXTH: The address of its proposed registered office in Rhode Island is 111 Westminster
Street, Providence, R. I. 02903 and the name of its proposed registered agent in
Rhode Island at that address is C T CORPORATION SYSTEM

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

The transaction of any or all lawful business permitted under the laws of
Rhode Island.

To conduct transporting, shuttling and hiking operations in connection with
the operation of a vehicle rental/leasing business and other allied functions.

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EIGHTH: The names and respective addresses of its directors and officers are:

Name	Office	Address
SEE ATTACHED RIDER	Director	
	Director	
	Director	
	President	
	Vice President	
	Secretary	
	Treasurer	

NINTH: 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:

Number of Shares	Class	Series	Par Value per Share or Statement that Shares are without Par Value
1,000	Common	-	No Par Value

TENTH: The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

Number of Shares	Class	Series	Par Value per Share or Statement that Shares are without Par Value
1,000	Common	-	No Par Value

ELEVENTH: The amount of its stated capital as defined by §7-1.1-2 of the General Laws, 1956, as amended, is \$ 1,000.

TWELFTH: An estimate of the value of all property to be owned by it for the following year, wherever located, is \$ -0-

THIRTEENTH: An estimate of the value of its property to be located within Rhode Island during such year is \$ -0-

FOURTEENTH: An estimate of the gross amount of business to be transacted by it during such year is \$ 24,000,000.

FIFTEENTH: 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 \$ 110,000.

SIXTEENTH: This Application is accompanied by a copy of its articles of incorporation and all amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated November 5, 19 84

HERTZ TRANSPORTING, INC.
~~XXXXXX TRANSPORTING, INC. XXXX~~
[Exact Corporate Name of Corporation Making Application]

By Donald F. Steele
Its Vice President Donald F. Steele
and I. David Parkoff
Its Asst. Secretary I. David Parkoff

STATE OF NEW YORK

COUNTY OF NEW YORK

} Sc.

At New York in said County on the 5th day
of November 19 84, before me personally appeared
Donald F. Steele, who being by me first duly sworn, declared that
he is the Vice President of Hertz Transporting, Inc.,
that he signed the foregoing document as such Vice President of the
corporation, and that the statements therein contained are true.

(NOTARIAL SEAL)

Lillian Kruckin
Notary Public
LILLIAN KRUCKIN
NOTARY PUBLIC, State of New York
No. 41-4692628
Qualified in Queens County
Certificate filed in New York County
Commission Expires March 30, 1985

OFFICERS AND DIRECTORS
OF
HERTZ TRANSPORTING, INC.

<u>Name</u>	<u>Address</u>	<u>Title</u>	<u>Term Expires</u>
Craig R. Koch	660 Madison Avenue New York, N.Y. 10021	President and Director	9/1/85
William Sider	660 Madison Avenue New York, N.Y. 10021	Vice President and Director	9/1/85
Donald F. Steele	660 Madison Avenue New York, N.Y. 10021	Vice President and Director	9/1/85
Irving Kagan	660 Madison Avenue New York, N.Y. 10021	Vice President and Secretary	9/1/85
Denis B. Brady	660 Madison Avenue New York, N.Y. 10021	Treasurer	9/1/85
Wayne S. Angelbeck	660 Madison Avenue New York, N.Y. 10021	Assistant Secretary	9/1/85
Edith Berg	660 Madison Avenue New York, N.Y. 10021	Assistant Secretary	9/1/85
Jerry B. Black	660 Madison Avenue New York, N.Y. 10021	Assistant Secretary	9/1/85
I. David Parkoff	660 Madison Avenue New York, N.Y. 10021	Assistant Secretary	9/1/85
Robert H. Rillings	660 Madison Avenue New York, N.Y. 10021	Assistant Treasurer	9/1/85

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To the Secretary of State
State of Rhode Island
Providence, Rhode Island

The Hertz Corporation, a corporation organized
and existing under and by virtue of the laws of the State of Delaware
, *and authorized to transact business in the State of
Rhode Island* hereby consents to the (qualification) in Rhode Island of
(~~incorporation~~)
a corporation having the name Hertz Transporting, Inc..

In Witness Whereof said The Hertz Corporation
has caused these presents to be executed in its corporate name by its
senior vice president, thereunto duly authorized, and its corporate
seal to be hereunto affixed, this 9th day of November, 1984.

The Hertz Corporation
By [Signature] Senior Vice President
(Signature and title of officer)

(CORPORATE SEAL)

Attest:

[Signature]
Asst. Secretary

*Omit these words if consenting corporation is organized in Rhode Island.

State of Delaware

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Office of Secretary of State

I, GLENN C. KENTON, SECRETARY OF STATE OF THE STATE OF
DELAWARE DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT
COPY OF THE CERTIFICATE OF INCORPORATION OF HERTZ TRANSPORTING,
INC. FILED IN THIS OFFICE ON THE SECOND DAY OF MAY, A.D. 1984, AT
10 O'CLOCK A.M.

|||||


Glenn C. Kenton, Secretary of State

AUTHENTICATION: 10341724
DATE: 10/05/1984

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