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**STATEMENT OF CHANGE OF REGISTERED OFFICE
OR REGISTERED AGENT, OR BOTH,
OF**

JONI AUTO RENTALS, INC.

To the Secretary of State
of the State of Rhode Island

Pursuant to the provisions of Section 7-1.1-12 of the General Laws, 1956, as
(Insert "7-1.1-12" if a domestic corporation, or "7-1.1-107" if a foreign corporation.)
amended, the undersigned corporation, organized under the laws of the State of Rhode
Island, submits the following statement for the purpose of changing its
registered office or its registered agent, or both, in the State of Rhode Island:

FIRST: The name of the corporation is JONI AUTO RENTALS, INC.

SECOND: The address of its present registered office is 128 Dorrance St.,
Providence, RI 02903

THIRD: The address to which its registered office is to be changed is 797 Bald
Hill Rd., Warwick, RI 02886

FOURTH: The name of its present registered agent is Dennis H. Esposito

FIFTH: The name of its successor registered agent is Joseph J. McGair

SIXTH: The address of its registered office and the address of the business office of
its registered agent, as changed, will be identical.

SEVENTH: Such change was authorized by resolution duly adopted by its board of
directors.

Dated Feb 4, 1992

JONI AUTO RENTALS, INC.

By Thomas J. Celona
Thomas J. Celona

President
FEB 20 1992

SECY OF STATE

STATE OF RI }
COUNTY OF Kent } Sc.

At Warwick in said county on this 4th day
of February, 1992, personally appeared before me Thomas J.
Celona, who, being by me first duly sworn, declared that he
is the President of JONI AUTO RENTALS, INC.
that he signed the foregoing document as President of the
corporation, and that the statements therein contained are true.

(NOTARIAL SEAL)


Notary Public