

State of Alabama
Domestic Limited Liability Company
Articles of Organization
Of
AMERICAN RENTAL CAR SALES, L.L.C.
An Alabama Limited Liability Company

Inst # 2002-09621

Pursuant to the Alabama Limited Liability Company Act, the undersigned hereby adopts the following Articles of Organization.

ARTICLE I
NAME

The name of the Limited Liability Company shall be AMERICAN RENTAL CAR SALES, L.L.C.

ARTICLE II
DURATION

The duration of the Limited Liability Company is perpetual.

ARTICLE III
NATURE OF BUSINESS

The Limited Liability Company has been organized for the purpose of processing and developing photographic material.

ARTICLE IV
REGISTERED OFFICE

The street address of the registered office is:

2900 Pelham Parkway
Pelham, AL 35124

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SHELBY COUNTY JUDGE OF PROBATE
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and the name of the registered agent at that office is:

B. J. Wade Consulting, Inc.
Billy Joe Wade, President

**ARTICLE V
NAMES AND ADDRESSES OF MEMBERS**

The names and addresses of the Initial Members are:

B. J. WADE CONSULTING, INC.
2900 PELHAM PARKWAY
PELHAM, AL 35124

NORTH SHELBY BUYING SERVICE, INC.
3200 CAHABA VALLEY ROAD
PELHAM, AL 35124

DALE WADE AUTOMOTIVE, INC.
2900 PELHAM PARKWAY
PELHAM, AL 35124

**ARTICLE VI
MANAGING MEMBERS**

The initial Managing Member shall be:

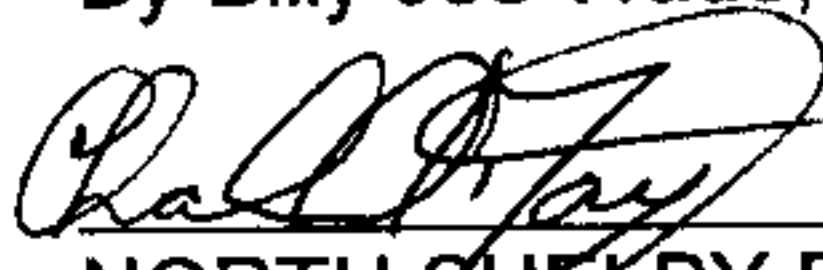
B. J. WADE CONSULTING, INC.

IN WITNESS WHEREOF, we have hereunto set out hand and seals on the date set forth beside our names.


Date: 2-15-02

 (SEAL)
B. J. WADE CONSULTING, INC.
By Billy Joe Wade, its President

Date: 2-15-02

 (SEAL)
NORTH SHELBY BUYING SERVICE, INC.
By Charles A. Taylor, its President

Date: 2-15-02

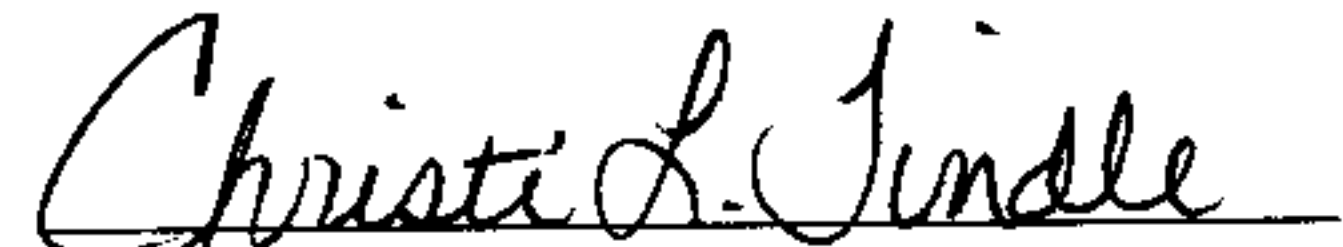
 (SEAL)
DALE WADE AUTOMOTIVE, INC.
By S. Dale Wade, its President

STATE OF ALABAMA)

SHELBY COUNTY)

I, the undersigned, a Notary Public, in and for said County in said State hereby certify that B. J. Wade Consulting, Inc. by Billy Joe Wade, its President, whose name is signed to the foregoing Articles of Organization of AMERICAN RENTAL CAR SALES, L.L.C., and who is known to me to be party to same, acknowledged before me on this day that being informed of the contents of said Articles of Organization, they executed the same voluntarily on the day the same bears date and said instrument is the act and deed of the signers and the facts stated therein are true.

Given under my hand and seal this the 15th day of February, 2002


NOTARY PUBLIC
Comm Exp. 12/15/02

STATE OF ALABAMA)

SHELBY COUNTY)

I, the undersigned, a Notary Public, in and for said County in said State hereby certify that North Shelby Buying Service, Inc. by Charles A. Taylor, its President, whose name is signed to the foregoing Articles of Organization of AMERICAN RENTAL CAR SALES, L.L.C., and who is known to me to be party to same, acknowledged before me on this day that being informed of the contents of said Articles of Organization, they executed the same voluntarily on the day the same bears date and said instrument is the act and deed of the signers and the facts stated therein are true.

Given under my hand and seal this the 15th day of February, 2002

Christi L. Jindle
NOTARY PUBLIC
Comm Exp. 12/15/02

STATE OF ALABAMA)

SHELBY COUNTY)

I, the undersigned, a Notary Public, in and for said County in said State hereby certify that Dale Wade Automotive, Inc. by S. Dale Wade, its President, whose name is signed to the foregoing Articles of Organization of AMERICAN RENTAL CAR SALES, L.L.C., and who is known to me to be party to same, acknowledged before me on this day that being informed of the contents of said Articles of Organization, they executed the same voluntarily on the day the same bears date and said instrument is the act and deed of the signers and the facts stated therein are true.

Given under my hand and seal this the 15th day of February, 2002

Christi L. Jindle
NOTARY PUBLIC
Comm Exp. 12/15/02

THIS INSTRUMENT WAS PREPARED BY:

Jennifer L. Jones
Attorney At Law
3829 Lorna Road – Suite 328
Birmingham, Alabama 35244

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