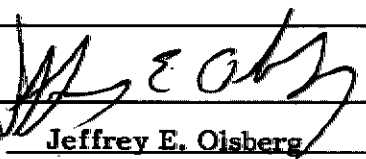


No. <b>C 94594</b>	<b>Annual Report Form 1999</b> <i>Due No Later Than November 30,</i>		2. Registered Agent and Office <b>NOT A P.O. BOX</b>													
Return to: SECRETARY OF STATE 700 WEST JEFFERSON PO BOX 83720 BOISE, ID 83720-0080  <b>NO FEE REQUIRED</b>  <b>* FIRST NOTICE *</b>	1 Mailing Address - Please Correct, If Not Correct		<b>C T CORPORATION SYSTEM</b> <b>300 N 6TH STREET</b>													
	<b>BUDGET RENT-A-CAR SYSTEMS, I</b>  <b>4225 NAPERVILLE RD</b>  <b>LISLE IL 60532</b>		<b>BOISE ID 83701</b>  3. Organized Under the Laws of:  <b>DE C 94594</b>													
4. Corporations: Enter Names and Business Addresses of <b>President, Secretary and Directors</b> Limited Liability Companies: Enter Names and Addresses of <input type="checkbox"/> <b>Managers</b> or <input type="checkbox"/> <b>Members</b> (check one)  <table border="1"> <thead> <tr> <th>Office held</th> <th>Name</th> <th>Street or P.O. Address</th> <th>City</th> <th>State</th> <th>Zip</th> </tr> </thead> <tbody> <tr> <td colspan="6" style="text-align: center;">SEE ATTACHED</td> </tr> </tbody> </table>					Office held	Name	Street or P.O. Address	City	State	Zip	SEE ATTACHED					
Office held	Name	Street or P.O. Address	City	State	Zip											
SEE ATTACHED																
5. Signature of New Registered Agent		6.  Signature _____ Date <u>7/24/99</u> Name (Typed or Printed) <u>Jeffrey E. Oisberg</u> Title <u>Vice President</u>														

**ISSUED: 07-03-1999**
**3854**