

STATE OF MINNESOTA
DEPARTMENT OF COMMERCE
REGISTRATION DIVISION
(651) 296-6328

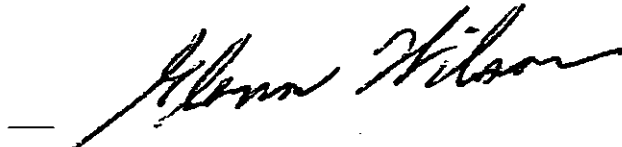
IN THE MATTER OF THE REGISTRATION OF:
PAYLESS CAR RENTAL SYSTEM, INC. F/A
By PAYLESS CAR RENTAL SYSTEM INC

ORDER OF
REGISTRATION

WHEREAS, an application has been filed pursuant to Minn.
Stat. §80C.04; and

WHEREAS, the applicant has complied with the requirements
of registration,

NOW, THEREFORE, IT IS ORDERED, that the registration be
declared effective as of the date set forth below.



GLENN WILSON
Commissioner
Department of Commerce
85 7th Place East, Suite 500
St Paul, MN 55101

Date: April 27, 2007
dlw

MARYLAND FRANCHISE REGISTRATION APPLICATION FACING PAGE

State of Minnesota
Dept. of Commerce

MAR 05 2007

Rec'd \$ 400

F-5643

FILE NUMBER: FR19910661

FEE: \$500.00

Date of Application: 2-28-07

F-1806

APPLICATION FOR (check only one):

REGISTRATION OF AN OFFER OR SALE OF FRANCHISES

REGISTRATION RENEWAL STATEMENT OR ANNUAL REPORT

POST-EFFECTIVE } AMENDMENT NUMBER _____ TO APPLICATION
} FILED UNDER SECTION
} ITEMS AMENDED IN CIRCULAR:
 PRE-EFFECTIVE } DATED

F-5643

1. Name of Franchisor: Payless Car Rental System, Inc.

Name under which franchisor is doing business: same

2. Franchisor's principle business address:

2350-N 34th Street North
St. Petersburg, FL 33713

Name and address of Franchisor's agent in the State of Maryland authorized to receive process:

Maryland Securities Commissioner, 200 St. Paul Place, Baltimore, Maryland 21202-2020

3. Name, address and telephone number of subfranchisors, if any, for this state: None

4. Name, address and telephone number of person to whom communications regarding this application should be directed.

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eff. 4-27-07
page 6-30-07
SC fee deferred

LAPLACA • MCKENZIE, P. A.

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ROCKVILLE, MD 20850

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April 24, 2007

Ms. Ann Hagestad
Minnesota Department of Commerce
85 7th Place East, Suite 500
St. Paul, MN 55101-2198

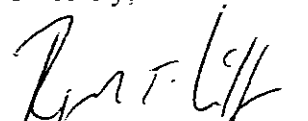
Dear Ann:

Per your comment letter dated April 9, 2007, enclosed please find red-lined and plain text versions of the disclosure portion of the UFOC. I am enclosing complete copies due to the number of changes requested by you and a couple other state examiners as well.

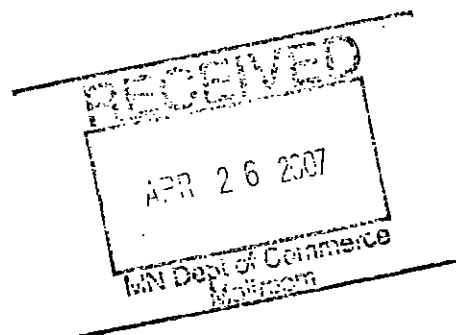
In addition, regarding your comment #1, per our telephone conversation last week, Payless has elected to defer payment of the initial franchise fee for all Minnesota sales until the franchised business is open and operating, per option (c) of your letter. I have amended the State Rider for Minnesota accordingly.

Also enclosed please find an amended Consent to Service. I look forward to hearing from you.

Sincerely,



Raymond T. McKenzie



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