

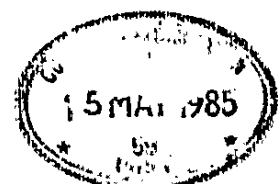
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 **PEAT
MARWICK**

AVIS RENT A CAR LIMITED
AND SUBSIDIARY COMPANIES
DIRECTORS' REPORT AND ACCOUNTS

30TH JUNE, 1984



AVIS RENT A CAR LIMITED
AND SUBSIDIARY COMPANIES
DIRECTORS' REPORT AND ACCOUNTS

30TH JUNE, 1984

PEAT, MARWICK, MITCHELL & CO.
1 Puddle Dock, Blackfriars, London EC4V 3PD

500000

AVIS RENT A CAR LIMITED
AND SUBSIDIARY COMPANIES

DIRECTORS' REPORT

The directors present their report and audited financial statements for the year ended 30th June, 1984.

PRINCIPAL ACTIVITIES

The principal activity of the company is the renting of motor vehicles.

BUSINESS REVIEW

A restructuring of the cost profile of the business, together with favourable external economic factors has produced acceptable growth in both turnover and profit for the year to 30th June, 1984.

The company is in a strong position to build on the results achieved in the last year.

RESULTS

The net profit for the year after taxation was £5,913,708 (1983 £4,610,090) which, when added to retained earnings at 30th June, 1983 results in a consolidated balance of retained earnings at 30th June, 1984 of £16,648,074.

The directors do not recommend the payment of a dividend.

DIRECTORS

The following were directors of the Company during the year:

Mr. W.A. Cathcart

Mr. J. Morley

Mr. J. Sanz

Mr. W.J. Sykes

Mr. G. Corbett

- (appointed 24th October, 1983)

There were no directors' interests requiring disclosure under the Companies Acts.

CHARITABLE AND POLITICAL CONTRIBUTIONS

During the year, the company made no charitable or political donations.

AVIS RENT A CAR LIMITED
AND SUBSIDIARY COMPANIES

DIRECTORS' REPORT
(Continued)

EMPLOYEES

The company operates an equal opportunity policy in employment and, wherever possible, will give special consideration to any disabled person who applies for employment in an existing vacancy. Where required, the company will make reasonable modifications to premises and equipment and will provide appropriate rehabilitation and training to disabled employees.

The company recognises the benefits of keeping employees informed of the progress of the business and of involving them in the company's performance. During the year employees were provided with information regarding the financial and economic factors affecting the performance of the company and on other matters of concern to them as employees. Additionally consultations took place with employee representatives so that the views of employees could be taken into account in making decisions which were likely to affect their interests.

AUDITORS

A resolution to re-appoint Messrs. Peat, Marwick, Mitchell & Co. as auditors to the company will be proposed at the forthcoming Annual General Meeting.

By order of the board,



Secretary

REPORT OF THE AUDITORS TO THE MEMBERS OF
AVIS RENT A CAR LIMITED

We have audited the accounts on pages 4 to 17, in accordance with approved Auditing Standards.

In our opinion the accounts, which have been prepared on the basis of the accounting policies set out on pages 7 and 8, give a true and fair view of the state of affairs of the group and of the company at 30th June, 1984 and of the group's profit and source and application of funds for the year to that date and comply with the Companies Acts 1948 to 1981.

The accounts do not contain current cost accounts as required by Statement of Standard Accounting Practice No.16.

LONDON

26th September 1984.

Paul-Mark Anderson L

Chartered Accountants

AVIS RENT A CAR LIMITED
AND SUBSIDIARY COMPANIES

CONSOLIDATED PROFIT AND LOSS ACCOUNT

FOR THE YEAR ENDED 30TH JUNE, 1984

	<u>Note</u>	<u>1984</u> <u>£</u>	<u>1983</u> <u>£</u>
TURNOVER	2	31,014,662	29,593,430
Cost of sales		(20,883,422)	(20,980,439)
		<hr/>	<hr/>
GROSS PROFIT		10,131,240	8,612,991
Distribution costs		(2,150,146)	(2,016,282)
Administration expenses		(2,897,646)	(3,710,547)
Interest	5	(60,131)	(632,575)
		<hr/>	<hr/>
TRADING PROFIT ON ORDINARY ACTIVITIES		5,023,317	2,253,587
Foreign exchange gain		290,990	1,032,754
Share of associate companies' profit		857,356	715,004
		<hr/>	<hr/>
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION	3	6,171,663	4,001,345
Taxation (charge)/credit for year	6	(257,955)	608,745
		<hr/>	<hr/>
PROFIT ON ORDINARY ACTIVITIES AFTER TAXATION		5,913,708	4,610,090
Extraordinary item	7	~	87,500
		<hr/>	<hr/>
RETAINED PROFIT FOR FINANCIAL YEAR		<u>5,913,708</u>	<u>4,697,590</u>


The notes on pages 7 to 17 form part of these accounts.

AVIS RENT A CAR LIMITED
AND SUBSIDIARY COMPANIES

BALANCE SHEET AT 30TH JUNE, 1984

	Note	<u>1984</u> £	<u>Group</u> <u>1983</u> £	<u>1984</u> £	<u>Company</u> <u>1983</u> £
FIXED ASSETS					
Tangible assets:					
Vehicles	8	27,133,884	23,722,056	27,133,884	23,722,056
Property & Equipment	9	1,622,910	1,734,239	1,622,910	1,734,239
Investments	10	1,513,661	899,466	691,309	691,309
		<u>30,270,455</u>	<u>26,355,761</u>	<u>29,448,103</u>	<u>26,147,604</u>
CURRENT ASSETS					
Debtors and other					
current assets	11	34,008,373	12,316,707	35,533,848	14,527,145
Cash at bank and in hand		929,230	14,515,057	929,230	14,515,057
		<u>34,937,603</u>	<u>26,831,764</u>	<u>36,463,078</u>	<u>29,042,202</u>
Creditors: amounts falling due within one year	12	(17,812,805)	(17,087,497)	(19,547,299)	(19,497,935)
NET CURRENT ASSETS		<u>17,124,798</u>	<u>9,744,267</u>	<u>16,915,779</u>	<u>9,544,267</u>
TOTAL ASSETS LESS					
CURRENT LIABILITIES		47,395,253	36,100,028	46,363,882	35,691,871
CREDITORS: AMOUNTS FALLING					
DUE AFTER MORE THAN					
ONE YEAR	12	(20,609,430)	(15,241,226)	(20,609,430)	(15,241,226)
PROVISIONS FOR LIABILITIES					
AND CHARGES	13	(8,804,316)	(8,791,003)	(8,804,316)	(8,791,003)
NET ASSETS		<u>17,981,507</u>	<u>12,067,799</u>	<u>16,950,136</u>	<u>11,659,642</u>
CAPITAL AND RESERVES					
Called up share capital	14	1,250,100	1,250,100	1,250,100	1,250,100
Share premium account	15	83,333	83,333	83,333	83,333
Profit and loss account	15	16,648,074	10,734,366	15,616,703	10,326,209
SHAREHOLDERS' FUNDS		<u>17,981,507</u>	<u>12,067,799</u>	<u>16,950,136</u>	<u>11,659,642</u>

These accounts were approved by the
Board of Directors on 26th Sept. 1984

)
) Directors
)

The notes on pages 7 to 17 form part of these accounts.

AVIS RENT A CAR LIMITED
AND SUBSIDIARY COMPANIES

STATEMENT OF SOURCE AND APPLICATION OF FUNDS

FOR THE YEAR ENDED 30TH JUNE, 1984

	<u>1984</u> <u>£</u>	<u>1983</u> <u>£</u>
Profit on ordinary activities before taxation	6,171,663	4,001,345
Adjustment for items not involving the movement of funds:		
Share of associated companies profit	(857,356)	(715,004)
Depreciation of vehicles, property and equipment	6,601,642	6,972,644
Surplus on disposal of vehicles, property and equipment	(926,088)	(1,427,387)
	<hr/> 10,989,861	<hr/> 8,831,598
OTHER SOURCES		
Proceeds on disposal of vehicles, property and equipment	20,069,678	23,005,791
Dividend received from associated companies	-	175,255
Increase in long-term liabilities	5,368,204	975
Profit on disposal of subsidiary	-	125,000
	<hr/> 25,437,882	<hr/> 23,307,021
<u>TOTAL SOURCE OF FUNDS</u>	<hr/> <u>36,427,743</u>	<hr/> <u>32,138,619</u>
APPLICATION OF FUNDS		
Purchases of vehicles, property and equipment	29,045,731	25,577,456
Corporation tax	80,000	460,000
Investment in associated company	-	141,309
	<hr/> 29,125,731	<hr/> 26,178,765
<u>TOTAL APPLICATION OF FUNDS</u>	<hr/> <u>29,125,731</u>	<hr/> <u>26,178,765</u>
<u>NET SOURCE/(APPLICATION) OF FUNDS</u>	<hr/> <u>7,302,012</u>	<hr/> <u>5,959,854</u>
THE NET SOURCE OF FUNDS IS REPRESENTED BY THE FOLLOWING INCREASE/(DECREASE) IN WORKING CAPITAL:		
Debtors	21,680,004	(1,965,755)
Creditors falling due within one year	1,192,903	3,119,202
	<hr/> 22,872,907	<hr/> 1,153,447
MOVEMENT IN NET LIQUID FUNDS		
Cash at bank and in hand	(13,585,827)	4,780,857
Bank loans and overdrafts	(1,85,068)	25,550
	<hr/> <u>7,302,012</u>	<hr/> <u>5,959,854</u>

AVIS RENT A CAR LIMITED
AND SUBSIDIARY COMPANIES

NOTES TO THE ACCOUNTS

1. ACCOUNTING POLICIES

Basis of accounting

The company prepares its financial statements on the historical cost basis of accounting.

Basis of consolidation

The consolidated balance sheet comprises the assets and liabilities of Avis Rent A Car Limited and its subsidiaries.

Associated companies

Companies in which the group has an interest comprising not less than 10% of the equity capital and is in a position to exercise significant influence over their commercial and operating policy decisions, are treated as associated companies. The consolidated profit and loss account includes the appropriate share of these companies' profits. The group's share of the post acquisition retained profits and reserves is added to the cost of the investment in the consolidated balance sheet.

The company has taken advantage of the exemption contained in the Companies Act 1948 from presenting its own profit and loss account.

Vehicles

Vehicles are stated at cost after deducting all trade discounts and the net purchase rebate accruing during the year. Purchase rebates which depend on the future volume of purchases are credited to income over the average depreciable lives of the vehicles and the deferred element is deducted from the cost of vehicles on the balance sheet.

Depreciation is based on estimates of future residual value which, for certain vehicles, is agreed at the time of purchase. Depreciation rates vary between 15% and 60% per annum.

The cost of vehicles invoiced to the Group and paid for but not delivered and installed is classified under prepayments.

Vehicles transferred within the Group are transferred at net book value on the date of transfer and are recorded in the books of the receiving company at original cost, with depreciation calculated from the original purchase date.

In the case of leased vehicles, the company as lessee follows the financing method of accounting whereby the vehicles are dealt with as though they had been purchased outright at the time that the vehicles were installed and depreciation is charged accordingly. Purchase cost is included under vehicles and an equivalent amount included under liabilities.

NOTES TO THE ACCOUNTS
(continued)

ACCOUNTING POLICIES (continued)

Property and equipment

Depreciation is calculated to write down the cost of fixed assets to their estimated residual value in equal instalments over their estimated economic lives at the following rates:

Freehold property	2% p.a.
Leasehold property and improvements	3% - 33% p.a.
Furniture and equipment	20% - 25% p.a.

Deferred taxation

The company and its subsidiaries provide in full, using the deferral method, for the taxation arising on timing differences between the treatment of items in the financial statements and their treatment for taxation purposes.

Foreign currency

Profit and loss items transacted in foreign currencies are recorded in sterling at exchange rates ruling at the transaction date. Assets and liabilities denominated in foreign currencies are translated at exchange rates ruling at the balance sheet date. All exchange differences are reflected in the profit and loss account.

Turnover

Turnover consists primarily of invoiced amounts in respect of motor vehicle rental and leasing income, together with sales of fuel and accessories net of value added tax, discounts and commissions.

2. TURNOVER AND PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION

	<u>Turnover</u>		<u>Profit before taxation</u>	
	<u>1984</u>	<u>1983</u>	<u>1984</u>	<u>1983</u>
	<u>£</u>	<u>£</u>	<u>£</u>	<u>£</u>
Short-term car and van rental	31,014,662	27,937,761	5,023,317	2,877,993
Short-term truck rental and truck leasing	-	1,655,669	-	(624,406)
	<u>31,014,662</u>	<u>29,593,430</u>	<u>5,023,317</u>	<u>2,253,587</u>

AVIS RENT A CAR LIMITED
AND SUBSIDIARY COMPANIES

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NOTES TO THE ACCOUNTS
(continued)

3. PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION IS STATED AFTER CHARGING/(CREDITING):

	<u>1984</u>	<u>1983</u>
	£	£
Staff costs (see note 4)	5,657,058	5,973,095
Depreciation on vehicles	6,116,577	6,652,177
Depreciation on property and equipment	485,065	320,467
Surplus on sale of vehicles, property and equipment	(926,088)	(1,427,387)
Other operating income	(653,603)	(950,242)
Auditors' remuneration	30,000	28,800
Hire of vehicles (other than those hired under capital leases)	461,138	229,978

4. DIRECTORS AND EMPLOYEES

The average number of persons (including directors) employed by the company during the year was:

	<u>1984</u>	<u>1983</u>
	437	490
Operations	40	48
Sales	140	158
Administration and finance	617	696

Staff costs:

	<u>1984</u>	<u>1983</u>
	£	£
Wages and salaries	4,943,696	5,098,437
Social security costs	545,141	567,026
Other pension costs	123,937	212,861
Severance pay	44,284	94,771
	<u>5,657,058</u>	<u>5,973,095</u>

The remuneration paid to directors was:

	£	£
Remuneration as executives	57,494	40,798

Fees and other emoluments disclosed above (excluding pension contributions) include amounts paid to:

	£	£
Chairman	Nil	Nil
Highest paid director	42,335	24,479

AVIS RENT A CAR LIMITED
AND SUBSIDIARY COMPANIES

NOTES TO THE ACCOUNTS
(continued)

DIRECTORS AND EMPLOYEES (continued)

The number of other directors who received fees and other emoluments (excluding pension contributions) in the following ranges was:

	<u>1984</u>	<u>1983</u>
£0 - £ 5,000	3	1
£15,000 - £20,000	-	1

The number of employees whose emoluments, excluding pension contributions, fell within the following range were:

£30,001 - £35,000	1	-
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5. INTEREST

	<u>1984</u>	<u>1983</u>
	<u>£</u>	<u>£</u>
Interest charged:		
On bank loans and overdrafts repayable within 5 years	25,593	20,755
Applicable to finance leases	2,146,146	2,233,605
	<hr/> 2,171,739	<hr/> 2,254,360
Interest received:		
From related companies	(1,545,313)	(366,145)
From bank deposits	(565,808)	(1,254,821)
Other	(487)	(819)
	<hr/> 60,131	<hr/> 632,575

AVIS RENT A CAR LIMITED
AND SUBSIDIARY COMPANIES

NOTES TO THE ACCOUNTS
(continued)

6. TAXATION

	<u>1984</u> £	<u>1983</u> £
U.K. corporation tax		
Current	-	(82,720)
Deferred	(194,493)	988,561
Adjustment in respect of prior years		
Current	(1,481)	7,973
Deferred	181,180	-
	<hr/>	<hr/>
	(14,794)	913,814
Share of associated company tax charge	(243,161)	(305,069)
	<hr/>	<hr/>
	<u>(257,955)</u>	<u>608,745</u>

The group taxation charge for the year has been reduced principally by free group relief received with a tax effect of £2,632,500.

7. EXTRAORDINARY ITEM

	<u>1984</u> £	<u>1983</u> £
Extraordinary income:		
Surplus on disposal of subsidiary company	-	125,000
U.K. corporation tax thereon	-	(37,500)
	<hr/>	<hr/>
	-	87,500

AVIS RENT A CAR LIMITED
AND SUBSIDIARY COMPANIES

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NOTES TO THE ACCOUNTS
(continued)

8. VEHICLES

	Group and Company £
COST	
At 1st July, 1983	27,153,395
Additions	28,581,582
Disposals	(26,524,661)
	<hr/>
At 30th June, 1984	29,210,315
	<hr/>
ACCUMULATED DEPRECIATION	
At 1st July, 1983	3,431,339
Charge for the year	6,116,577
Eliminated in respect of disposals	(7,471,485)
	<hr/>
At 30th June, 1984	2,076,431
	<hr/>
NET BOOK VALUE	£
At 30th June, 1984	27,133,884
	<hr/>
At 30th June, 1983	23,722,056
	<hr/>

9. PROPERTY AND EQUIPMENT

GROUP AND COMPANY	Land and buildings £	Furniture and equipment £	Leasehold improvements £	Total £
COST				
At 1st July, 1983	59,595	730,467	1,965,994	2,756,056
Additions	-	187,214	276,936	464,150
Disposals	(4,660)	(94,960)	(82,250)	(181,870)
	<hr/>	<hr/>	<hr/>	<hr/>
At 30th June, 1984	54,935	822,721	2,160,680	3,038,336
	<hr/>	<hr/>	<hr/>	<hr/>
DEPRECIATION				
At 1st July, 1983	19,682	493,519	508,616	1,021,817
Charge for the year	4,276	172,986	307,803	485,065
Eliminated in respect of disposals	(3,284)	(86,680)	(1,492)	(91,456)
	<hr/>	<hr/>	<hr/>	<hr/>
At 30th June, 1984	20,674	579,825	814,927	1,415,426
	<hr/>	<hr/>	<hr/>	<hr/>
NET BOOK VALUE	£	£	£	£
At 30th June, 1984	34,261	242,896	1,345,753	1,622,910
	<hr/>	<hr/>	<hr/>	<hr/>
At 30th June, 1983	39,913	236,948	1,457,378	1,734,239
	<hr/>	<hr/>	<hr/>	<hr/>

AVIS RENT A CAR LIMITED
AND SUBSIDIARY COMPANIES

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NOTES TO THE ACCOUNTS
(continued)

10. INVESTMENTS

	<u>Group</u> £	<u>Company</u> £
Shares at cost		
Associated companies:		
At 1st July, 1983 and 30th June, 1984	491,309	491,309
	<u> </u>	<u> </u>
Subsidiary companies:		
At 1st July, 1983 and 30th June, 1984	-	200,000
	<u> </u>	<u> </u>
Share of profits of associated companies from date of acquisition less dividends received:		
At 1st July, 1983	408,157	-
Current year	614,195	-
	<u> </u>	<u> </u>
At 30th June, 1984	1,022,352	-
	<u> </u>	<u> </u>
	£	£
Summary		
At 30th June, 1984	1,513,661	691,309
	<u> </u>	<u> </u>
At 30th June, 1983	899,466	691,309
	<u> </u>	<u> </u>

The company holds more than 10% of the equity of the following companies:

<u>Name</u>	<u>Country of incorporation</u>	<u>Holding</u>	<u>Proportion held at 30th June 1984</u>	<u>30th June 1983</u>
Avis Car Leasing Limited	UK	Ordinary shares	50%	50%
Sogen Avis	France	Ordinary shares	12½%	12½%
Avis Truck Leasing Limited (non trading)	UK	Ordinary shares	100%	100%
Barcelsure Limited (non trading)	UK	Ordinary shares	100%	100%
Victor Britain Limited (non trading)	UK	Ordinary shares	100%	100%
Avis Pension Trustees Limited	UK	Ordinary shares	100%	100%

NOTES TO THE ACCOUNTS
(continued)

11. DEBTORS AND OTHER CURRENT ASSETS

	<u>1984</u> £	<u>Group</u> <u>1983</u> £	<u>1984</u> £	<u>Company</u> <u>1983</u> £
Amounts falling due within one year:				
Trade debtors	8,825,597	6,078,643	8,825,597	6,078,643
Amounts owed by affiliate companies	22,154,473	4,965,292	22,154,473	4,965,292
Amounts owed by subsidiary companies	-	-	1,537,137	2,210,438
Prepayments and other current assets	3,028,303	1,272,772	3,016,641	1,272,772
	<u>34,008,373</u>	<u>12,316,707</u>	<u>35,533,848</u>	<u>14,527,145</u>

12. CREDITORS

	<u>1984</u> £	<u>Group</u> <u>1983</u> £	<u>1984</u> £	<u>Company</u> <u>1983</u> £
Amounts falling due within one year:				
Bank loans and overdrafts	2,749,639	764,571	4,484,133	3,253,666
Trade creditors	737,801	2,871,023	737,801	2,869,723
Corporation tax payable	100,058	166,915	100,058	89,558
Other taxation and social security payable	1,080,873	1,082,156	1,080,873	1,082,156
Amounts due to affiliate companies	159,611	-	159,611	-
Accruals and deferred income	4,226,523	2,916,415	4,226,523	2,916,415
Current portion of lease debt	8,758,300	9,286,417	8,758,300	9,286,417
	<u>17,812,805</u>	<u>17,087,497</u>	<u>19,547,299</u>	<u>19,497,935</u>
Amounts falling due after more than one year:	£	£	£	£
Non current portion of lease debt	<u>20,609,430</u>	<u>15,241,226</u>	<u>20,609,430</u>	<u>15,241,226</u>

AVIS RENT A CAR LIMITED
AND SUBSIDIARY COMPANIES

NOTES TO THE ACCOUNTS
(continued)

13. PROVISION FOR LIABILITIES AND CHARGES

Deferred taxation

	<u>Group and Company</u>	
	<u>1984</u>	<u>1983</u>
	<u>£</u>	<u>£</u>
Tax effect of timing differences arising from:		
Excess of tax allowances over depreciation	9,553,737	8,429,800
Other	(749,421)	361,203
	<u>8,804,316</u>	<u>8,791,003</u>

The movements on the provision for deferred taxation are as follows:

	<u>Group</u>	<u>Company</u>
	<u>£</u>	<u>£</u>
Provision at 1st July 1983	8,791,003	8,791,003
Transfer from profit and loss account:		
Current year	194,493	194,493
Prior year	(181,180)	(181,180)
	<u>8,804,316</u>	<u>8,804,316</u>
Provision at 30th June, 1984		

14. CALLED UP SHARE CAPITAL

	<u>1984</u>	<u>1983</u>
	<u>£</u>	<u>£</u>
Authorised		
1,250,100 ordinary shares of £1 each	<u>1,250,100</u>	<u>1,250,100</u>
Allotted, issued and fully paid		
1,250,100 ordinary shares of £1 each	<u>1,250,100</u>	<u>1,250,100</u>

AVIS RENT A CAR LIMITED
AND SUBSIDIARY COMPANIES

NOTES TO THE ACCOUNTS
(continued)

15. SHARE PREMIUM ACCOUNT AND RESERVES

	<u>Share premium £</u>	<u>Group profit and loss account £</u>	<u>Company profit and loss account £</u>
At 1st July, 1983	83,333	10,734,366	10,326,209
Retained profit for year	-	5,913,708	5,290,494
	<hr/>	<hr/>	<hr/>
At June 30th, 1984	83,333	16,648,074	15,616,703
	<hr/>	<hr/>	<hr/>
		£	
Retained by the holding company		15,616,703	
Retained by the subsidiaries		9,019	
Retained by the associated companies		1,022,352	
		<hr/>	
		16,648,074	
		<hr/>	

16. PENSION COMMITMENTS

The company has a pension fund, membership of which is optional for employees employed prior to 1st January, 1974 and compulsory for those employed thereafter.

An actuarial valuation of the fund by the Wyatt Company on 1st July, 1982 indicated that there were sufficient assets in the fund to secure the benefits of existing pensioners and to provide paid up pensions to present employees on the basis of present salaries and credited periods of service.

17. CAPITAL COMMITMENTS

	<u>1984 £</u>	<u>1983 £</u>
Capital expenditure contracted for but not been provided for in the financial statements	104,000	71,000
	<hr/>	<hr/>
Capital expenditure authorised by the directors but not yet contracted for	Nil	Nil
	<hr/>	<hr/>

In addition, as agents for its vehicle lessors, the company has placed purchase orders for 427 vehicles at an approximate cost of £2,100,000 (1983 554 vehicles, £2,800,000). The company is committed to lease these vehicles from the lessors.

NOTES TO THE ACCOUNTS
(continued)

18. OTHER FINANCIAL COMMITMENTS

Additionally, in accordance with the terms of the main vehicle lease, the company is obliged to maintain a bank account, the use of which is restricted. At 30th June, 1984 the balance on this account included in bank balances and cash on the balance sheet was £914,465 (1983: £1,044,354).

19. ULTIMATE HOLDING COMPANY

The ultimate holding company is Beatrice Companies Inc., incorporated in the United States of America.