

NEIL ABERCROMBIE  
GOVERNOR



STATE OF HAWAII  
DEPARTMENT OF TRANSPORTATION  
869 PUNCHBOWL STREET  
HONOLULU, HAWAII 96813-5097

GLENN M. OKIMOTO  
DIRECTOR

Deputy Directors  
FORD N. FUCHIGAMI  
RANDY GRUNE  
AUDREY HIDANO  
JADINE URASAKI

IN REPLY REFER TO:

Board of Land and  
Natural Resources  
State of Hawaii  
Honolulu, Hawaii

CONSENT TO ASSIGNMENT OF STATE LEASE NO. DOT-A-09-0046 AND  
STATE LEASE NO. DOT-A-09-0047  
SIMPLY WHEELZ LLC DBA ADVANTAGE RENT A CAR  
TO ADVANTAGE OPCO LLC DBA ADVANTAGE RENT A CAR  
LIHU'E AIRPORT  
TAX MAP KEY: (4) 3-5-01: PORTION OF 8

KAUA'I

REQUEST:

Consent to Assignment of State Lease No. DOT-A-09-0046 and State Lease No. DOT-A-09-0047 from Simply Wheelz LLC dba Advantage Rent A Car, as Lessee/Assignor, to Advantage Opco, LLC dba Advantage Rent A Car, as Assignee at Lihu'e Airport.

LEGAL REFERENCE:

Subsection 171-36(a) (5), Hawaii Revised Statutes, as amended

APPLICANTS:

LESSEE/ASSIGNOR: Simply Wheelz LLC dba Advantage Rent A Car, a Delaware Limited Liability Company, authorized to do business in the State of Hawaii, having a mailing address of 225 Brae Boulevard, Park Ridge, New Jersey 07656.

ASSIGNEE: Advantage Opco, LLC dba Advantage Rent A Car, a Delaware Limited Liability Company, authorized to do business in the State of Hawaii, having a mailing address of 7652 Narcoossee Rd., Orlando, Florida 32822.

**ITEM M-17**

LOCATION AND TAX MAP KEY:

Lihue Airport, Lihue, Island of Kauai, identified by  
Tax Map Key: 4<sup>th</sup> Division, 3-5-01: Portion of 8

ZONING:

State Land Use District: Urban  
County of Kauai: Industrial (IG-STP)

LAND TITLE STATUS:

Section 5(a) lands of the Hawaii Admissions Act – Non-Ceded  
DHHL 30% entitlement lands: No X

PREMISES:

Area/Space No. 307-115, containing a land area of approximately 102 square feet of  
improved/paved land, as shown and delineated on the attached Exhibit B-1.

CURRENT USE STATUS:

Airport purposes.

CHARACTER OF USE:

Operation of rental car concession.

TERM OF LEASE:

Lease No. DOT-A-09-0046, commenced on July 1, 2009, original expiration date was  
May 31, 2014, but the DOT exercised the holdover provision of the lease, extending the  
expiration date to May 31, 2015.

Lease No. DOT-A-09-0047, commenced on July 1, 2009 and expires on May 31, 2019.

CONSIDERATION:

Zero. Assignment of Lease is required by the United States Federal Trade Commission  
to maintain competition among rental car concessions at various airports.

RECOMMENDED PREMIUM:

Due to the nature of the Chapter 11 bankruptcy proceedings, the DOT has determined that there is no premium due.

DCCA VERIFICATION:

LESSEE / ASSIGNOR:

Place of business registration confirmed:	YES <u>X</u>	NO _____
Registered business name confirmed:	YES <u>X</u>	NO _____
Good standing confirmed:	YES <u>X</u>	NO _____

ASSIGNEE:

Place of business registration confirmed:	YES <u>X</u>	NO _____
Registered business name confirmed:	YES <u>X</u>	NO _____
Good standing confirmed:	YES <u>X</u>	NO _____

REMARKS:

At the February 8, 2013 meeting, under Item M-1, the Board approved the assignment of State Lease No. DOTA-09-0046 and State Lease No. DOTA-09-0047 from DTG Operations, Inc. dba Thrifty Car Rental to Simply Wheelz LLC (Simply Wheelz). Simply Wheelz, doing business as Advantage Rent A Car, a former subsidiary of Hertz Global Holdings, Inc. (Hertz), filed for Chapter 11 protection over valuation of vehicles provided to Simply Wheelz when Hertz, subsequent to a United States Federal Trade Commission (USFTC) requirement, divested itself of Simply Wheelz in order to receive approval for the acquisition of Dollar Thrifty Automotive Group, Inc. (Dollar Thrifty). As part of the acquisition of Dollar Thrifty, the USFTC conditioned its approval of the acquisition on Hertz's agreement to: (i) divest its Simply Wheelz subsidiary, which operates the Advantage brand to an entity capable of successfully expanding the operation of that brand, and (ii) ensure that the buyer of the Advantage brand will have the right to operate that brand on-airport at certain locations indentified by the USFTC, including Lihu'e Airport. As part of the Chapter 11 proceedings, Simply Wheelz assigned its right, title and interest in the agreements at Lihu'e to Advantage Opco, LLC dba Advantage Rent A Car.

RECOMMENDATION:

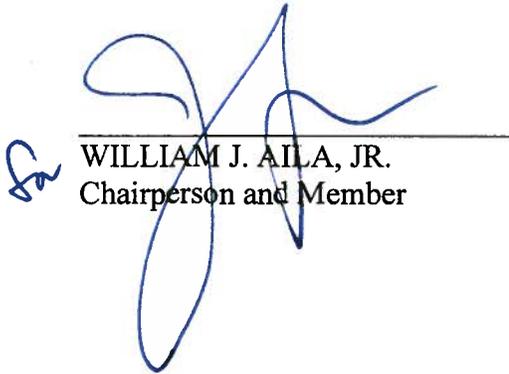
That the Board approves of and gives its approval to the Consent to the Assignment of State Lease No. DOT-A-09-0046 and State Lease No. DOT-A-09-0047 as herein outlined, subject to: (1) such terms and conditions as may be prescribed by the Director of Transportation to best serve the interests of the State; and (2) review and approval of the Department of the Attorney General.

Respectfully submitted,

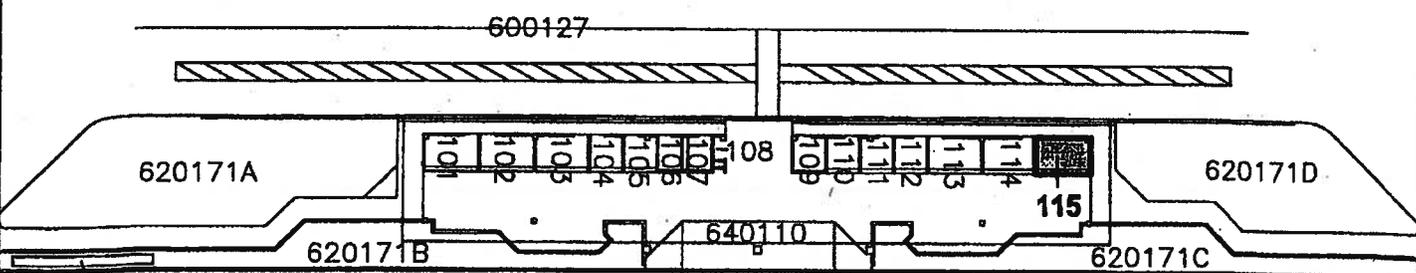
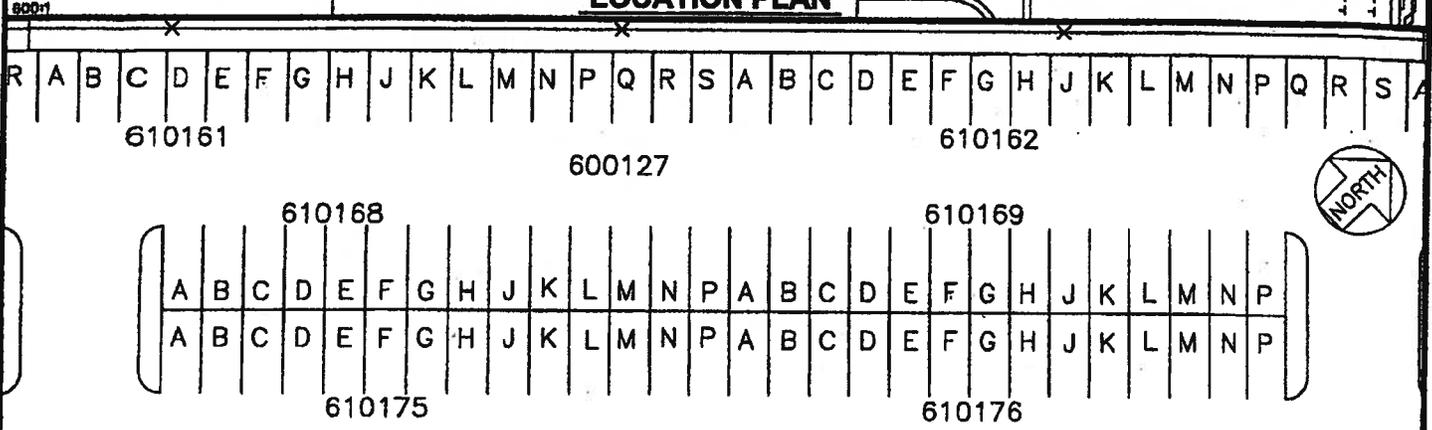
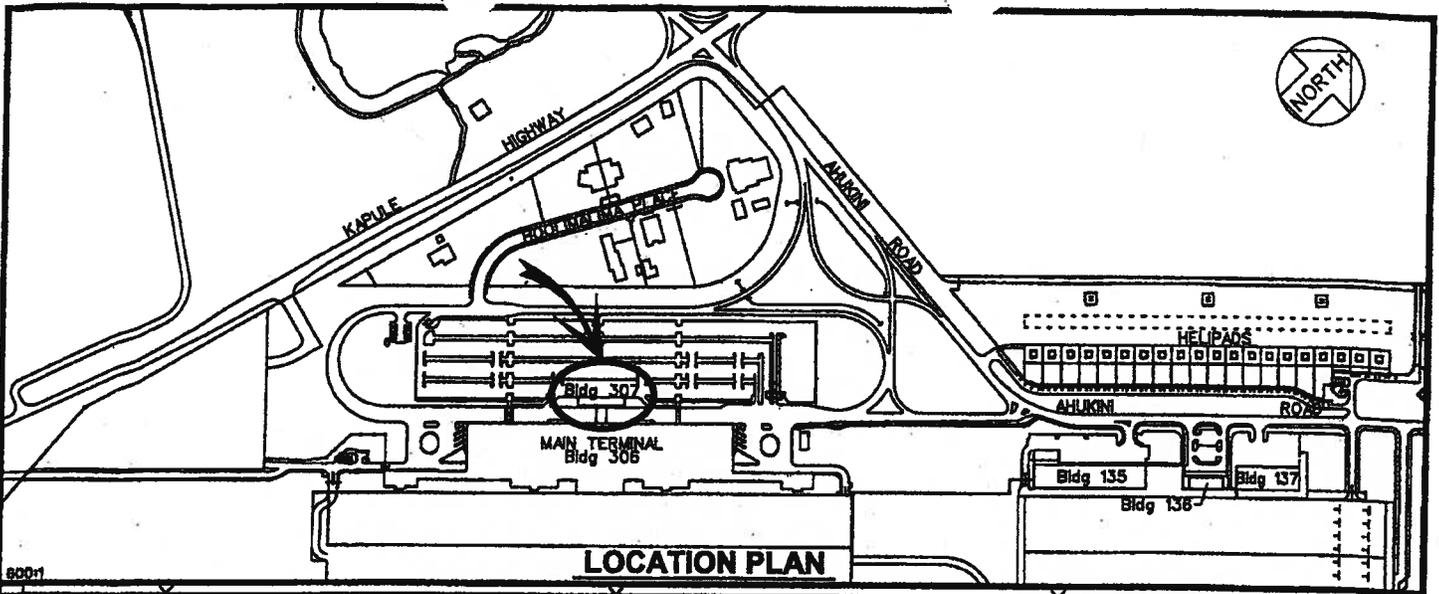


GLENN M. OKIMOTO, Ph.D.  
Director of Transportation

APPROVED FOR SUBMITTAL:



WILLIAM J. AILA, JR.  
Chairperson and Member



**CAR RENTAL BLDG 307**

BLDG/ROOM	SQ. FT.
307 115	102

SCALE: 1" = 40'

DATE : JANUARY 2008

EXHIBIT: B-1



Airports Division

DTG OPERATIONS, INC. dba  
THRIFTY CAR RENTAL

307115

PLAT D2, 45

**LIHUE AIRPORT**

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