AMENDMENT # 4 to
PRICE AGREEMENT# 9950

I. This is Amendment No. 4 to Price Agreement # 9950 (as amended from time to time, the "Price Agreement") dated October 19, 2009, between the State of Oregon, acting by and through its Department of Administrative Services, State Procurement Office, hereafter called "DAS SPO" or "State" and the Subsidiaries of Enterprise Holdings, Inc. ("Contractor"), 600 Corporate Park Drive, St. Louis, Missouri 63105 d/b/a Enterprise Rent-A-Car and National Car Rental. hereafter called "Contractor". This Amendment is effective on the date it has been signed and approved in accordance with applicable law.

II. The Purpose of this Amendment is to increase the base rates for Services 1.2%. The Price Agreement is hereby amended as follows: Exhibits E (1/1/2011) and E-1 (1/1/2011) are added to the Price Agreement. The revised base rates are effective for Services purchased on or after January 1, 2011.

III. Except as expressly amended above, all other terms and conditions of the Price Agreement are still in full force and effect. Contractor certifies that the representations, warranties and certifications contained in the Price Agreement are true and correct as of the effective date of this Amendment and with the same effect as though made at the time of execution of the Price Agreement.

Certification: The individual signing on behalf of Contractor hereby certifies and swears under penalty of perjury: (a) Contractor is not subject to backup withholding because (i) Contractor is exempt from backup withholding, (ii) Contractor has not been notified by the IRS that Contractor is subject to backup withholding as a result of a failure to report all interest or dividends, or (iii) the IRS has notified Contractor that Contractor is no longer subject to backup withholding; (b) s/he is authorized to act on behalf of Contractor, s/he has authority and knowledge regarding Contractor's payment of taxes, and to the best of her/his knowledge, Contractor is not in violation of any Oregon tax laws (including, without limitation, the following pursuant to OAR 150-305.385(6)-(B): For purposes of this certification, "Oregon tax laws" means the tax laws names is ORS 305.380 (4), including without limitation the state inheritance tax, gift tax, personal income tax, withholding tax, corporation income and excise taxes, amusement device tax, timber taxes, cigarette tax, other tobacco tax., 9-1-1 emergency communications tax, the homeowners and renters property tax relief program and local taxes administered by the Department of Revenue (Multnomah County Business Income Tax, Lane Transit District Tax, Tri- Metropolitan Transit District Employer Payroll Tax, and Tri-Metropolitan District Self-Employment Tax; (c) Contractor is an independent contractor as defined in ORS 670.600; and (d) the supplied Contractor data is true and accurate.

CONTRACTOR: Subsidiaries of Enterprise Holdings, Inc.
By: _____
Name: Title: Date *Mark I. Litow, Secretary or Assistant Secretary, 12/15/10*

DEPARTMENT OF ADMINISTRATIVE SERVICES, STATE PROCUREMENT OFFICE:
Approved By: _____
Name: Title: Date

APPROVED AS TO APPROVED AS TO LEGAL SUFFICIENCY
Not required per OAR137-045-0050