

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

SCHEDULE 13G
(RULE 13D-102)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT
TO RULES 13d-1(b)(c), AND (d) AND AMENDMENTS THERETO FILED
PURSUANT TO 13d-2(b)
(AMENDMENT NO. 2)

AVIS GROUP HOLDINGS, INC.
(NAME OF ISSUER)

Common Stock, Par Value \$.01 Per Share
(TITLE OF CLASS OF SECURITIES)

053790 10 1
(CUSIP NUMBER)

AUGUST 25, 1999
(DATE OF EVENT WHICH REQUIRES FILING OF THIS STATEMENT)

CHECK THE APPROPRIATE BOX TO DESIGNATE THE RULE PURSUANT TO WHICH THIS SCHEDULE
IS FILED:

- RULE 13d-1(b)
- RULE 13d-1(c)
- RULE 13d-1(d)

1 NAME OF REPORTING PERSON
I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
CENDANT CAR HOLDINGS, INC. (22-3584781)

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a)
(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
DELAWARE

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5	SOLE VOTING POWER 0
	6	SHARED VOTING POWER 5,535,800
	7	SOLE DISPOSITIVE POWER 0
	8	SHARED DISPOSITIVE POWER 5,535,800

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
5,535,800

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
17.78%

12 TYPE OF REPORTING PERSON*
CO

1 NAME OF REPORTING PERSON
I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
CENDANT CAR RENTAL, INC. (22-2732926)

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a)
(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
DELAWARE

NUMBER OF SHARES 5 SOLE VOTING POWER
BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH 0

6 SHARED VOTING POWER
5,535,800

7 SOLE DISPOSITIVE POWER
0

8 SHARED DISPOSITIVE POWER
5,535,800

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
5,535,800

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
17.78%

12 TYPE OF REPORTING PERSON*
CO

1 NAME OF REPORTING PERSON
I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
CENDANT CORPORATION (06-0918165)

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a)
(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
DELAWARE

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5	SOLE VOTING POWER 0
	6	SHARED VOTING POWER 5,535,800
	7	SOLE DISPOSITIVE POWER 0
	8	SHARED DISPOSITIVE POWER 5,535,800

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
5,535,800

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
17.78%

12 TYPE OF REPORTING PERSON*
CO

1 NAME OF REPORTING PERSON
I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
HFS CAR RENTAL HOLDINGS, INC. (22-3475741)

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (c)
(d)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
DELAWARE

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5	SOLE VOTING POWER 0
	6	SHARED VOTING POWER 5,535,800
	7	SOLE DISPOSITIVE POWER 0
	8	SHARED DISPOSITIVE POWER 5,535,800

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
5,535,800

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
17.78%

12 TYPE OF REPORTING PERSON*
CO

1 NAME OF REPORTING PERSON
I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
CENDANT FINANCE HOLDING CORPORATION (83-0321974)

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (e)
(f)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
DELAWARE

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5	SOLE VOTING POWER 0
	6	SHARED VOTING POWER 5,535,800
	7	SOLE DISPOSITIVE POWER 0
	8	SHARED DISPOSITIVE POWER 5,535,800

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
5,535,800

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
17.78%

12 TYPE OF REPORTING PERSON*
CO

Item 1(a) - Name of Issuer:
Avis Group Holdings, Inc.

Item 1(b) - Address of Principal Executive Offices:
900 Old Country Road
Garden City, New York 11530

Item 2(a) - Name of Person Filing:
Cendant Corporation

Item 2(b) - Address of Principal Business Office or, if none, Residence:
Cendant Corporation
9 West 57th Street, 37th Floor
New York, NY 10019

Cendant Car Holdings, Inc.
Cendant Finance Holding Corporation
HFS Car Rental Holdings, Inc.
Cendant Car Rental, Inc.
6 Sylvan Way
Parsippany, NJ 07054

Item 2(c) - Place of Organization:
All reporting entities are organized in Delaware

Item 2(d) - Title of Class of Securities:
Common Stock, par value \$.01 per share

Item 2(e) - CUSIP Number:
053790 10 1

Item 3 - Statements Filed Pursuant to Rules 13d-1(b) or 13d-2(b):
Not Applicable

Item 4 - Ownership.

(a) Amount Beneficially Owned:

Cendant Car Holdings, Inc. owns 5,535,800 shares of Common Stock.

Each of Cendant Corporation, Cendant Finance Holding Corporation, HFS Car Rental Holdings, Inc. and Cendant Car Rental, Inc. may be deemed to beneficially own the shares owned by Cendant Car Holdings, Inc.

(b) Percent of Class
17.78%

(c) Number of shares as to which such person has:

(i) Sole power to vote or to direct the vote:

0

(ii) Shared power to vote or to direct the vote:

5,535,800 shares of Common Stock

(iii) Sole power to dispose or to direct the disposition of:

0

(iv) Shared power to dispose or to direct the disposition of:

5,535,800 shares of common Stock

Item 5 - Ownership of Five Percent or Less of a Class:

Not Applicable

Item 6 - Ownership of More Than Five Percent on Behalf of Another Person:

Not Applicable

Item 7 - Identification and Classification of the Subsidiary which Acquired the Security being Reported on by the Parent Holding Company:

Not Applicable

Item 8 - Identification and Classification of Members of the Group:

Not Applicable

Item 9 - Notice of Dissolution of Group:

Not Applicable

Item 10 - Certifications:

Not Applicable

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

CENDANT CORPORATION
CENDANT FINANCE HOLDING CORPORATION
HFS CAR RENTAL HOLDINGS, INC.
CENDANT CAR RENTAL, INC.
CENDANT CAR HOLDINGS, INC.

/s/ James E. Buckman

By: James E. Buckman
Vice Chairman and
General Counsel

Date: May 11, 2000