

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. 1)

AVIS RENT A CAR, INC.

(NAME OF ISSUER)

Common Stock, Par Value \$.01 Per Share

(TITLE OF CLASS OF SECURITIES)

053790 10 1

(CUSIP NUMBER)

JANUARY 21, 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 5 SOLE VOTING POWER
0

BENEFICIALLY OWNED BY EACH REPORTING PERSON 6 SHARED VOTING POWER
6,200,000

PERSON WITH 7 SOLE DISPOSITIVE POWER
0

8 SHARED DISPOSITIVE POWER
6,200,000

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
6,200,000

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

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
19.53%

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
0

BENEFICIALLY OWNED BY EACH REPORTING PERSON 6 SHARED VOTING POWER
6,200,000

PERSON WITH 7 SOLE DISPOSITIVE POWER
0

8 SHARED DISPOSITIVE POWER
6,200,000

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
6,200,000

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

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
19.53%

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 5 SOLE VOTING POWER
0

BENEFICIALLY OWNED BY EACH 6 SHARED VOTING POWER
6,200,000

REPORTING PERSON WITH 7 SOLE DISPOSITIVE POWER
0

8 SHARED DISPOSITIVE POWER
6,200,000

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
6,200,000

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

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
19.53%

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	5	SOLE VOTING POWER
	0	
BENEFICIALLY OWNED BY EACH	6	SHARED VOTING POWER
	6,200,000	
REPORTING PERSON WITH	7	SOLE DISPOSITIVE POWER
	0	
	8	SHARED DISPOSITIVE POWER
	6,200,000	

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
6,200,000

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

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
19.53%

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) [X]
(f) []

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
DELAWARE

NUMBER OF SHARES	5	SOLE VOTING POWER
	0	
BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	6	SHARED VOTING POWER
	6,200,000	
	7	SOLE DISPOSITIVE POWER
	0	
	8	SHARED DISPOSITIVE POWER
	6,200,000	

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
6,200,000

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

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
19.53%

12 TYPE OF REPORTING PERSON*
CO

- Item 1(a) - Name of Issuer:
Avis Rent A Car, 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 6,200,000 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
- 19.53%
- (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:
- 6,200,000 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:
- 6,200,000 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: February 11, 1999