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Florida Department of State
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MERGER OR SHARE EXCHANGE
Ryder Truck Rental, Inc.

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2019 JAN 31 AM 11:41

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**ARTICLES OF MERGER
FOR
OTHER BUSINESS ENTITY
INTO
FLORIDA FOR PROFIT CORPORATION**

The following Articles of Merger are submitted to merge the following Florida For Profit Corporation in accordance with §607.1109 of the Florida Statutes.

FIRST: The exact name, form/entity type and jurisdiction for each merging party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
Ryder Capital Services Corporation	Delaware	Corporation
Ryder Truck Rental, Inc.	Florida	Corporation

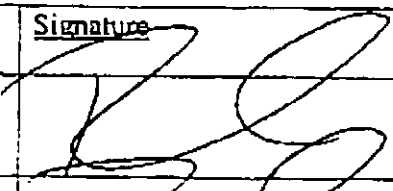
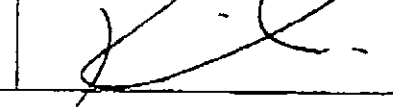
SECOND: The exact name, form/entity type and jurisdiction of the surviving party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
Ryder Truck Rental, Inc.	Florida	Corporation

THIRD: The attached plan of merger was approved by the domestic corporation and the foreign corporation in accordance with the applicable provisions of Chapter 607 of the Florida Statutes.

FOURTH: The merger shall be effective upon filing.

FIFTH: Signatures for each party:

<u>Name of Entity</u>	<u>Signature</u>	<u>Typed or Printed Name of Individual</u>
Ryder Capital Services Corporation		Name: David M. Beilin Title: Assistant Secretary
Ryder Truck Rental, Inc.		Name: David M. Beilin Title: Assistant Secretary

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FILED

PLAN OF MERGER

FIRST: The exact name, form/entity type and jurisdiction for each merging party are as follows:

Name	Jurisdiction	Form/Entity Type
Ryder Capital Services Corporation	Delaware	Corporation
Ryder Truck Rental, Inc.	Florida	Corporation

SECOND: The exact name, form/entity type and jurisdiction of the surviving party (the "Surviving Party") are as follows:

Name	Jurisdiction	Form/Entity Type
Ryder Truck Rental, Inc.	Florida	Corporation

THIRD: The terms and conditions of the merger are as follows:

Ryder Capital Services Corporation, a Delaware corporation ("RCSC"), shall be merged with and into Ryder Truck Rental, Inc., a Florida corporation ("RTR"), upon the filing of Articles of Merger with the Secretary of State of the State of Florida (the "Effective Time") with RTR surviving the merger (the "Merger").

At the Effective Time, by virtue of the Merger and without any action on the part of RCSC, RTR or their respective stockholders each share of outstanding common stock of RCSC shall be, upon surrender of any certificate therefor, cancelled and exchanged for one share of common stock of RTR, which shares of common stock of RTR will then be issued and outstanding.

Following the Effective Time, the corporate existence of RTR, with all of its purposes, powers and objects, shall continue unaffected and unimpaired by the Merger, and as the surviving entity, it shall, from and after the Effective Time, possess all of the rights, privileges, immunities, powers and purposes of RCSC, and all of the property (real, personal and intangible), causes of action and every other asset of RCSC shall vest in RTR, and RTR shall assume all of the obligations and liabilities of RCSC, all without further act or deed.

The separate existence of RCSC shall cease upon the effectiveness of the Merger.

The Articles of Incorporation and Bylaws RTR in effect immediately prior to the Effective Time shall be and thereafter remain the Articles of Incorporation and Bylaws of the Surviving Party, until amended in accordance with applicable law.

The directors and the officers of RTR in office immediately prior to the Effective Time shall be the directors and the officers of the Surviving Party; each such director and officer shall hold office until his or her resignation or removal, in accordance with the Articles of Incorporation and Bylaws of the Surviving Party and applicable law.

At the Effective Time, the Merger shall have the effects set forth in the Florida Statutes and the Delaware Limited Liability Company Act.