

176669

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

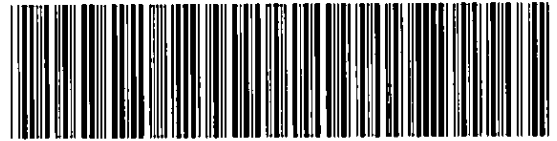
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



200371424682

FILED
2021 OCT -6 AM 10:18
TALLAHASSEE, FL
RECEIVED

RECEIVED
2021 OCT -6 PM 3:40
TALLAHASSEE, FL

Sunshine State Corporate Compliance Company

3458 Lakeshore Drive, Tallahassee, Florida 32312

(850) 656-4724

DATE 10/06/2021

****WALK IN****

ENTITY NAME Ryder Mergers - 2

DOCUMENT NUMBER _____

****PLEASE FILE THE ATTACHED AND RETURN****

XXXXX

Plain Copy

Certified Copy

Certificate of Status

****PLEASE OBTAIN THE FOLLOWING FOR THE ABOVE ENTITY****

Certified Copy of Arts & Amendments

Certificate of Good Standing

****APOSTILLE / NOTARIAL CERTIFICATION****

COUNTRY OF DESTINATION _____

NUMBER OF CERTIFICATES REQUESTED _____

TOTAL OWED \$105

ACCOUNT #: I20160000072

S. R. J. M.

Please call Tina at the above number for any issues or concerns. Thank you so much!

**ARTICLES OF MERGER
FOR
FLORIDA PROFIT CORPORATIONS**

The following Articles of Merger are submitted to merge the following Florida for Profit Corporation in accordance with §607.1105 of the Florida Statutes.

FIRST: The name and jurisdiction of surviving corporation:

| <u>Name</u> | <u>Jurisdiction</u> | <u>Document Number</u> |
|--------------------------|---------------------|------------------------|
| Ryder Truck Rental, Inc. | Florida | 176669 |

SECOND: The name and jurisdiction of each merging corporation:

| <u>Name</u> | <u>Jurisdiction</u> | <u>Form/Entity Type</u> |
|---------------------------------------|---------------------|-------------------------|
| Ryder International Acquisition Corp. | Florida | P98000026289 |
| Ryder Truck Rental, Inc. | Florida | 176669 |

THIRD: The plan of merger is attached.

FOURTH: The merger shall become effective at 10:00 a.m. on October 8, 2021.

FIFTH: The Plan of Merger was adopted by the shareholders and the board of directors of the surviving corporation as of October 4, 2021.

SIXTH: The Plan of Merger was adopted by the shareholders and the board of directors of the merging corporation as of October 4, 2021.

SEVENTH: Signatures for each party:

| <u>Name of Entity</u> | <u>Signature</u> | <u>Typed or Printed Name of Individual</u> |
|---------------------------------------|------------------------|---|
| Ryder International Acquisition Corp. | <i>David M. Beilin</i> | Name: David M. Beilin Title: Assistant Secretary |
| Ryder Truck Rental, Inc. | <i>David M. Beilin</i> | Name: David M. Beilin Title: Assistant Secretary |

FILED
2021 OCT -6 AM 10:18
CLERK OF STATE
TALLAHASSEE, FLORIDA

PLAN OF MERGER

The following plan of merger is submitted in compliance with section 607.1101, Florida Statutes, and in accordance with the laws of any other applicable jurisdiction of incorporation.

FIRST: The name and jurisdiction of surviving corporation:

| Name | Jurisdiction | Document Number |
|--------------------------|--------------|-----------------|
| Ryder Truck Rental, Inc. | Florida | 176669 |

SECOND: The name and jurisdiction of each merging corporation:

| Name | Jurisdiction | Form/Entity Type |
|---------------------------------------|--------------|------------------|
| Ryder International Acquisition Corp. | Florida | P98000026289 |
| Ryder Truck Rental, Inc. | Florida | 176669 |

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

Ryder International Acquisition Corp., a Florida corporation ("RIAC"), shall be merged with and into Ryder Truck Rental, Inc., a Florida corporation ("RTR"), at 10:00 a.m. on October 8, 2021 (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 RIAC, RTR or their respective stockholders each share of outstanding common stock of RIAC 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 RIAC, and all of the property (real, personal and intangible), causes of action and every other asset of RIAC shall vest in RTR, and RTR shall assume all of the obligations and liabilities of RIAC, all without further act or deed.

The separate existence of RIAC 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.