

314339

Articles of Incorporation

Filed 2-27-67

000002537240--0

13 pgs.

3-14339

RYDER TRUCK LINES INC.  
(A FLORIDA CORPORATION)

7 69

FILED IN OFFICE OF SECRETARY  
OF STATE, STATE OF FLORIDA  
by . . jm . . on . . FEB 27 . .

TOM ADAMS  
SECRETARY OF STATE

LAW OFFICES  
**SCHWARTZ, PROCTOR & BOLINGER**

1730 AMERICAN HERITAGE LIFE BUILDING  
JACKSONVILLE, FLORIDA 32202

February 25, 1967

DAN R. SCHWARTZ  
908 N. PROCTOR  
NORMAN J. BOLINGER  
EMORY A. CAIN

AREA CODE 904  
TELEPHONE 352-5141  
IN REPLY REFER TO:  
1484.10

Hon. Tom Adams, Secretary of State  
Capitol Building  
Tallahassee, Florida

Re: Ryder Truck Lines Corp.

FILED  
FEB 27 11 13 AM '67  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Dear Mr. Adams:

Enclosed are the original and one copy of a certificate of incorporation for the above-named corporation to be organized as a corporation for profit. It will be appreciated if the copy is certified and returned to us.

Also enclosed is our check for \$29.00 in payment of the filing fee, the filing tax, the certified copy and filing fee for a certificate naming a resident agent.

It is our understanding that Ryder Truck Lines, Inc., a Tennessee corporation, has qualified as a foreign corporation with your office. Enclosed is a letter from Mr. F. Bertels, Jr., secretary-treasurer of Ryder Truck Lines, Inc., to which letter is attached a certified copy of a resolution of Ryder Truck Lines, Inc. respecting the incorporation of Ryder Truck Lines Corp., which we trust you find sufficient to authorize the use of a similar name by the proposed Florida corporation.

Respectfully yours,

SCHWARTZ, PROCTOR & BOLINGER

By

*[Signature]*

DRS/jc  
Encls.

cc: Mr. F. Bertels, Jr.  
Ryder Truck Lines, Inc.  
P. O. Box 2408  
Jacksonville, Florida 32203

54900 \*\*\*\*\*20.00  
55000 \*\*\*\*\*55.00  
55100 \*\*\*\*\*1.00  
55200 \*\*\*\*\*3.00

TAX	2.00
FILING	5.00
AGENT FEE	1.00
COPY	3.00
TOTAL	29.00
CHECK	29.00
BALANCE DUE	0.00
CASH	0.00

*OK*  
*Mr. White...*  
*...*

LAW OFFICES  
SCHWARTZ, PROCTOR & BOLINGER

1730 AMERICAN HERITAGE LIFE BUILDING  
JACKSONVILLE, FLORIDA 32202

DAN R. SCHWARTZ  
SOL H. PROCTOR  
NORMAN J. BOLINGER  
EMORY R. CAIN

March 1, 1967

AREA CODE 904  
TELEPHONE 383-6114  
IN REPLY REFER TO:  
1484.10

Hon. Tom Adams, Secretary of State  
Capitol Building  
Tallahassee, Florida

Attention: Mrs. Geneva Bryan

Dear Mrs. Bryan:

This will confirm our telephone conversation of a few minutes ago concerning the name to be used in connection with the certificate of incorporation forwarded to you with my letter of February 25, 1967.

Please show the corporate name to be as follows:

RYDER TRUCK LINES, INC. (A FLORIDA CORPORATION)

It is our understanding that the above-stated corporate name is in conformance with the law and the policy of your office sufficiently different from the name Ryder Truck Lines, Inc. to be allowed to be used by the new corporation.

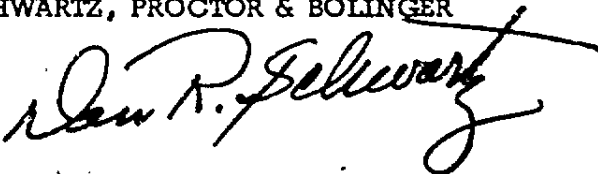
Will you also be so kind as to show that the address of all of the subscribers to the certificate is 2050 Kings Road, Jacksonville, Florida.

With many thanks for the courtesies shown us, we are,

Sincerely yours,

SCHWARTZ, PROCTOR & BOLINGER

By



DRS/jc

cc: Mr. F. Bertels, Jr.  
Ryder Truck Lines, Inc.  
P. O. Box 2408  
Jacksonville, Florida 32203

**RTL RYDER TRUCK LINES, INC.**  
The Customer-Minded Carrier

• AREA CODE 904 253-3117

• JACKSONVILLE, FLORIDA 32203

February 23, 1967

Honorable Tom Adams, Secretary of State  
State of Florida  
State Capitol Building  
Tallahassee, Florida

Dear Mr. Adams:

Ryder Truck Lines, Inc. (a Tennessee Corporation) is desiring to form a new subsidiary corporation to be known as Ryder Truck Lines Corp. There is a similarity of name, however Ryder Truck Lines, Inc. has no objection to the use of this name.

Attached is a certified copy of the minutes of our Board of Directors' meeting held on February 10, 1967 authorizing the formation of this new Florida corporation.

Very truly yours,

RYDER TRUCK LINES, INC.



F. Bertels, Jr.  
Secretary-Treasurer

FBJ:mlq  
Encl:

FILED  
FEB 27 11 13 AM '67  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Ryder Truck Lines, Inc.  
Jacksonville, Florida

I, F. Bertels, Jr. Secretary of Ryder Truck Lines, Inc. (a Tennessee Corporation) hereby certify that at a duly convened meeting of the Board of Directors of Ryder Truck Lines, Inc. held at the Robert Meyer Hotel, Jacksonville, Florida on February 10, 1967, pursuant to waiver of notice and the written consent of all of the directors of such corporation, it was unanimously:

"RESOLVED, that the officers of the company be and each of them is hereby authorized to proceed with the organization of a new Florida Corporation to be known as Ryder Truck Lines Corp. and it was also;

FURTHER RESOLVED, that each of the officers of the company be and is hereby authorized to execute all necessary documents to form the new Florida corporation."

IN WITNESS WHEREOF, I have set my hand and impressed the seal of the corporation this 23rd day February, 1967.

  
F. Bertels, Jr.

CERTIFICATE OF INCORPORATION

We, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida, providing for the formation, liabilities, rights, privileges, and immunities of a corporation for profit.

ARTICLE I

The name of this corporation shall be:

RYDER TRUCK LINES INCORP.  
(A FLORIDA CORPORATION)

ARTICLE II

The general nature of the business to be transacted shall be:

(a) To carry on the business of a transportation company by means of motor propelled vehicles, not usually used or operated over or upon fixed rails, used to transport persons or property over the public highways of the State of Florida and other states of the United States in conformity with the laws of the State of Florida, the several states and the United States, in which said business is conducted, or any subdivision thereof, and in conformity with the rules and regulations of the administrative bodies of the State of Florida, the several states and the United States, having the power of regulation, supervision and control of motor transportation companies; to own, control, operate and manage trucks, truck-tractors, trailers, semi-trailers, automobiles, busses and other vehicles propelled by power other than muscular and not operated on fixed rails; to seek permission and obtain certificates of public convenience and necessity, permits, licenses or other character or type of franchises for the operation of such vehicles in the State of Florida and the several states of the United States in conformity

FILED  
FEB 27 11 13 AM '67  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

with the laws of the State of Florida, the several states and the United States.

(b) To carry on the business of a transportation company by means of airplanes, hydroplanes, gliders, helicopters, or any other type of machines used to fly through the air, propelled by motor or otherwise, used to transport persons or property over the airways of the State of Florida, the several states and the United States, foreign countries and the oceans and seas of the world, in conformity with the laws of any sovereign state or nation, or subdivision thereof, having the power of regulation, supervision and control of air transportation companies;

(c) To carry on a general warehousing business; to receive for safekeeping or storage, goods, wares, merchandise, and property of all kinds; to take charge of and perform the duty of paying freights, charges, duties on, bonding, receiving, landing, hauling, and transferring all such goods, wares, and merchandise; to cause to be insured the owner or owners thereof against all loss of fire or water, whether in transit or storage; to advance money upon any property in its custody, or upon bills of lading, receipts, or certificates representing goods in storage elsewhere or in transit; to issue receipts or certificates for goods, wares, merchandise, or property to the owner or owners thereof, when such goods, wares, merchandise, or property are on the premises, or under the control of said corporation at the time of issuing such receipts or certificates.

(d) To erect, maintain, rent, own and operate buildings, warehouses, stations, storage places, garages, stores and filling stations.

(e) To own, control and operate all classes of vessels and watercraft;

(f) To transport, carry and convey for compensation, persons, goods, chattels, animals, merchandise, farm products and personal property of any



kind or nature whatsoever not contrary to law;

(c) To acquire by purchase or otherwise own, hold, buy, convey, lease, mortgage, encumber or otherwise dispose of any and all kinds of personal or real property, licenses in and to real property for any purpose, to build, alter, purchase and manage, rent, lease or improve houses, apartments, hotels, stores, warehouses, storage warehouses, docks, wharves, filling stations, hangars and landing fields for aircraft;

(d) To conduct a general real estate agency or mercantile business and to act as agent, broker or attorney-in-fact for any persons, firms or corporations in buying, selling and dealing in real and personal property, services or any interest therein; and to act as agent, carrier, broker or attorney-in-fact for any person, firm or corporation in carrying, conveying, moving and transporting any and all kinds of raw material, farm products, livestock, manufactured products, goods, wares, merchandise and other personal property;

(e) To manufacture, buy, sell and deal in motor vehicles, trucks, tractors, trailers, boats, ships, vessels, airplanes and aircraft; to build, construct, maintain and operate plants for their manufacture and repair; and to lease motor vehicles and other means of conveyance in transportation as aforesaid;

(f) To promote and assist, financially or otherwise, companies, syndicates and associations of all kind, and give any lawful guaranty in connection therewith, or otherwise, for the payment of money or for the performance of any obligations or any undertakings;

(g) To purchase, own, sell or otherwise acquire and deal in real or personal property of all kinds, and in particular, land, buildings, machines, vehicles, business concerns and undertakings, mortgages, charges, annuities,

patents, licenses, permits, leases, shares, stocks, debentures, securities and any interest in real and personal property, and any claim against such property or against any person or company, and to carry on any business concern or undertaking so acquired; and to establish and carry on any business not prohibited by law which may seem calculated to enhance the value of any of the rights or property of the corporation and to facilitate the disposition thereof;

(l) To advance or lend money, securities or assets of all kinds upon such terms as may be arranged;

(m) To do all and everything necessary and proper for the accomplishment of any of the purposes or the obtaining of any of the objects for the furtherance of any of the powers enumerated in the Certificate of Incorporation or any of the powers enumerated in the Certificate of Incorporation or any amendment thereof necessary or incidental to the protection and benefit of the corporation, as principal, agent, director, trustee or otherwise and in general, either alone or in association with other corporations, firms or individuals, to carry on any lawful business, necessary or incidental to the accomplishment of the purposes or objects of the corporation, whether or not such business is similar in nature to the purposes and objects set forth in this Certificate of Incorporation or any amendment thereof.

The foregoing paragraphs shall be construed as enumerating both objects and powers of the corporation; and it is hereby expressly provided that the foregoing enumerations of specific powers shall not be held to limit or restrict in any manner the powers of this corporation.

#### ARTICLE III

The total number of shares of capital stock which may be issued by this corporation is one hundred (100) shares with a nominal or par value of One Hundred (\$100.00) Dollars per share, all of which shall be common

stock and shall be fully paid and nonassessable. All of such stock shall be paid for by cash, property, labor or services having a value, in the judgment of the Board of Directors, at least equivalent to the full par value of the stock so to be issued.

ARTICLE IV

The amount of capital with which this corporation shall commence business is not less than Five Hundred (\$500.00) Dollars. ✓

ARTICLE V

The principal place of business of this corporation shall be at 2050 Kings Road, Jacksonville, Florida, with the privilege of having branch offices at any other place within and without the state of Florida. ✓

ARTICLE VI

This corporation shall have perpetual existence. ✓

ARTICLE VII

The number of directors of this corporation shall be five (5) but the by-laws may provide for such increase or decrease in number thereof as is authorized by law. ✓

ARTICLE VIII

The names and addresses of the first Board of Directors who shall hold office for the first year, or until their successors are chosen and have qualified, shall be:

<u>Name</u>	<u>Address</u>
W. W. Keen Butcher	1500 Walnut Street Philadelphia, Pennsylvania
John M. Seabrook	1500 Walnut Street Philadelphia, Pennsylvania
Alden S. Bennett	1500 Walnut Street Philadelphia, Pennsylvania
R. H. Stier	2050 Kings Road Jacksonville, Florida
Earl N. Hoekenga	2050 Kings Road Jacksonville, Florida

ARTICLE IX

The names and addresses of the officers who shall hold office for the first year, or until their successors are chosen and have qualified, shall be:

<u>Name</u>	<u>Address</u>
R. H. Stier	Chairman of the Board of Directors
Earl N. Hoekenga	President
Jerry G. Rubenstein	Executive Vice President
F. Bertels, Jr.	Secretary-Treasurer

all of 2050 Kings Road, Jacksonville, Florida; but this article shall not be construed to prevent the Board of Directors from naming such other officers and agents as may be authorized by law.

IN WITNESS WHEREOF, the undersigned have made and subscribed this Certificate of Incorporation at Jacksonville, Duval County, Florida for the

uses and purposes aforesaid, this 24<sup>th</sup> day of February, 1967.

R. H. Stier (SEAL)

J. Rubenstein (SEAL)

F. Bertels, Jr. (SEAL)

STATE OF FLORIDA )  
                          ) ss  
COUNTY OF DUVAL )

BEFORE ME, the undersigned officer, authorized to administer oaths and take acknowledgements, personally appeared R. H. Stier, Jerry G. Rubenstein and F. Bertels, Jr., to me well known to be the persons who executed the foregoing Certificate of Incorporation, and each severally acknowledged before me that he signed the same for the uses and purposes therein stated.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Jacksonville, Duval County, Florida, this 24<sup>th</sup> day of February, 1967.

Jay S. Phillips  
NOTARY PUBLIC,  
State of Florida at Large.

My Commission Expires:

MY COMMISSION EXPIRES JAN. 7, 1970  
BOUNDED THROUGH FRED W. DISTELHOFF