

Document Number Only

D9900000030

C T CORPORATION SYSTEM /Melanie Strickland

660 East Jefferson Street

Requestor's Name

Tallahassee, Florida 32301

Address

(850) 222-1092

City State Zip Phone

CORPORATION(S) NAME

100003029111--5
-10/29/99--01052--011
****350.00 ****350.00

100003029111--5
-10/29/99--01052--012
*****52.50 *****52.50

Ryder Vehicle Lease Trust 1999-A

FILED
99 OCT 29 PM 12:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

- Profit
- NonProfit
- Limited Liability Company
- Foreign
- Limited Partnership
- Reinstatement
- Limited Liability Partnership
- Certified Copy
- Call When Ready
- Walk In
- Mail Out
- Amendment
- Annual Report
- Fict. Filing
- Fict. Filing Cancel
- Photo Copies
- Call if Problem
- Will Wait
- Merger
- Dissolution/Withdrawal
- Mark
- Other Declaration of Trust
- Change of R.A.
- UCC-1 UCC-3
- CUS
- After 4:30
- Pick Up

Name
Availability
Document Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

OCT 29

Please Return Extra Copy(s)
Filed State

Thanks, Melanie

RECEIVED
99 OCT 29 AM 11:49
SECRETARY OF STATE
CORPORATIONS
TALLAHASSEE, FLORIDA

CR2E031 (1-89)

TS 10/29/99

**AFFIDAVIT TO THE SECRETARY OF STATE OF FLORIDA
TO FILE OR QUALIFY**

A DECLARATION OF TRUST

In accordance with Section 609.02 of the Florida Statutes, pertaining to Common Law Declarations of Trust, the undersigned, the ~~Chairman of the Board of Trustee~~ of Ryder Vehicle Lease Trust 1999-A

(Name of Trust)

a Delaware Business Trust hereby affirms in order to file or qualify

(State)

Ryder Vehicle Lease Trust 1999-A, in the State of Florida.

(Name of Trust)

1. Two or more persons are named in the Trust.
2. The principal address is 3600 N.W. 82nd Avenue, Miami, Florida 33166,

Attention: Law 5C

3. The registered agent and office in the State of Florida is:

CT CORPORATION SYSTEM

1200 South Pine Island Road, Plantation, Florida 33324

4. Acceptance by the registered agent: Having been named as registered agent to accept service of process for the above named Declaration of Trust at the place designated in this affidavit, I hereby accept the appointment as registered agent and agree to act in this capacity.

Naseem A. Conde

NASEEM A. CONDE
SPECIAL ASST. SECRETARY

(Signature of Registered Agent)

5. I certify that the attached is a true and correct copy of the Declaration of Trust under which the association proposes to conduct its business in Florida.

Chase Manhattan Bank Delaware, not in its individual capacity but solely as Owner Trustee of Ryder Vehicle Lease Trust 1999-A

Name: Denis Kelly
Title: Assistant Vice President

NOTARY

Karen M. Garber

KAREN M. GARBER
NOTARY PUBLIC - DELAWARE
My commission expires May 18, 2002

FILED
99 OCT 29 PM 12:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TRUST AGREEMENT

TRUST AGREEMENT, dated as of June 21, 1999, among Ryder Funding LP, a Delaware limited partnership (the "Transferor"), and Chase Manhattan Bank Delaware, a Delaware banking corporation, not in its individual capacity but solely as owner trustee (the "Owner Trustee").

The Transferor and the owner Trustee hereby agree as follows:

1. The trust that is hereby created shall be known as "Ryder Vehicle Lease Trust 1999-A", in which name the Owner Trustee may conduct the business of the Trust, make and execute contracts, and sue and be sued.

2. The Transferor hereby assigns, transfers, conveys and sets over to the Owner Trustee the sum of \$1. The Owner Trustee hereby acknowledges receipt of such amount in trust from the Transferor, which amount shall constitute the initial trust estate. The Owner Trustee hereby declares that it will hold the trust estate in trust for the Transferor. It is the intention of the parties hereto that the Trust created hereby constitute a business trust under Chapter 38 of Title 12 of the Delaware Code, 12 Del.C. § 3801 et. seq. and that this document constitute the governing instrument of the Trust. The Owner Trustee is hereby authorized and directed to execute and file a certificate of trust with the Delaware Secretary of State in the form attached hereto.

3. The Transferor and the Owner Trustee will enter into an amended and restated Trust Agreement, satisfactory to each such party, to provide for the contemplated operation of the Trust created hereby. Prior to the execution and delivery of such amended and restated Trust Agreement, the Owner Trustee shall not have any duty or obligation hereunder or with respect to the trust estate, except as otherwise required by applicable law or as may be necessary to obtain prior to such execution and delivery any licenses, consents or approvals required by applicable law or otherwise.

4. This Trust Agreement may be executed in one or more counterparts.

5. The Owner Trustee may resign upon thirty days prior notice to the Transferor.

IN WITNESS WHEREOF, the parties hereby have caused this Trust Agreement to be duly executed by their respective officers thereunto duly authorized, as of the day and year first above written.

RYDER FUNDING LP,
as Transferor

By: RYDER TRUCK RENTAL III LLC,
as General Partner

By: W. Daniel Susik
Name: W. Daniel Susik
Title: Treasurer

CHASE MANHATTAN BANK DELAWARE,
not in its individual capacity but solely
as Owner Trustee

By: _____
Name: Denis Kelly
Title: Trust Officer

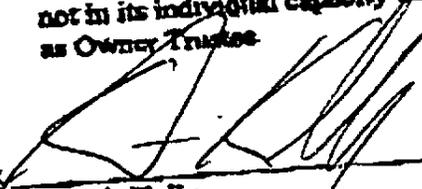
IN WITNESS WHEREOF, the parties hereby have caused this Trust Agreement to be duly executed by their respective officers thereunto duly authorized, as of the day and year first above written.

RYDER FUNDING LP.
as Transferor

By: RYDER TRUCK RENTAL III LLC,
as General Partner

By: _____
Name: W. Daniel Susak
Title: Treasurer

CHASE MANHATTAN BANK DELAWARE,
not in its individual capacity but solely
as Owner Trustee

By: 
Name: Denis Kelly
Title: Trust Officer

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF BUSINESS TRUST REGISTRATION OF "RYDER VEHICLE LEASE TRUST 1999-A", FILED IN THIS OFFICE ON THE TWENTY-FIRST DAY OF JUNE, A.D. 1999, AT 4:30 O'CLOCK P.M.

FILED
99 OCT 29 PM 12:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Edward J. Freel

Edward J. Freel, Secretary of State

3059533 8100

991251274

AUTHENTICATION: 9819599

DATE: 06-22-99

JUN-21-99 12:21

FURNISHED BY THE

FIVE DAY

CERTIFICATE OF TRUST OF RYDER VEHICLE LEASE TRUST 1999-A

This Certificate of Trust of Ryder Vehicle Lease Trust 1999-A (the "Trust"), dated as of June 21, 1999, is being duly executed and filed by Chase Manhattan Bank Delaware, a Delaware banking corporation, as trustee, to form a business trust under the Delaware Business Trust Act (12 Del. C. §3801 et seq.).

- (a) **Name.** The name of the business trust formed hereby is Ryder Vehicle Lease Trust 1999-A.
- (b) **Delaware Trustee.** The name and business address of the trustee of the Trust in the State of Delaware is Chase Manhattan Bank Delaware, 1201 Market Street, Wilmington, DE 19801-1167.
- (c) **Effective Date.** This Certificate of Trust shall be effective upon its filing with the Secretary of State of the State of Delaware.

IN WITNESS WHEREOF, the undersigned, being the sole trustee of the Trust, have executed this Certificate of Trust as of the date first above written.

CHASE MANHATTAN BANK DELAWARE, not in its individual capacity but solely as Owner Trustee under the Trust Agreement dated as of June 21, 1999

By: 
Name: Denis Kelly
Title: Trust Officer