CT CORPORATION SYSTEM 660 EAST JEFFERSON STREET Requestor's Name 32301 TALLAHASSEE, FL Address 222-1092 Phone State Zip City CORPORATION(S) NAME *****70.00 *****70.00 *****52.50° ******52.50 Exprofit Articles () Merger () Amendment () NonProfit) Limited Liability Co. () Dissolution/Withdrawal () Mark () Foreign () Other () Annual Report () Limited Partnership () Change of R.A. () Name Registration () Reinstatement (') Fictitious Name UCC () CUS () Photo Copies () Certified Copy) After 4:30 () Call if Problem () Call When Ready Pick Up () Will Wait Walk In () Mail Out Thanks CORFORATION Name Availability APR 1 5 1998 Document Examiner Updater Verifier Acknowledgment

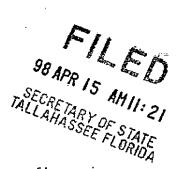
CR2E031 (1-89)

W.P. Verifier

ARTICLES OF INCORPORATION

OF

RYDER AIRPORT OPERATIONS CORP.



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

ARTICLE I

NAME OF CORPORATION

The name of this corporation shall be:

Ryder Airport Operations Corp.

ARTICLE II

CORPORATE EXISTENCE

This corporation shall have perpetual existence unless sooner dissolved according to law.

ARTICLES III

GENERAL NATURE OF BUSINESS

The general nature of the business and the objects and purposes proposed to be transacted and carried on, are to do any and all of the things herein mentioned as fully and to the same extent as natural persons might or could do, and in connection therewith to have all powers given and granted unto corporations under Chapter 607.0202 of the Compiled General Laws of Florida, and to any other rights and powers vested in corporations for profit under the Laws of Florida, or as may be granted under any amendments thereto at any time hereafter.

ARTICLE IV

CAPITAL STOCK

The maximum number of shares that the corporation is authorized to have outstanding at any one time is Seven Thousand Five Hundred (7,500) shares of common stock, all of which shall be with a par value of One Dollar (\$1.00) each.

ARTICLE V

PRINCIPAL PLACE OF BUSINESS

The principal office of business of said corporation shall be in Dade County, 3600 N.W. 82nd Avenue, Miami, Florida 33166, with the privilege of having branch offices at other places within or without the State of Florida, or within or without the United States of America.

ARTICLE VI

REGISTERED OFFICE AND REGISTERED AGENT

The address of the Registered Office is P.O. Box 020816, 3600 N.W. 82nd Avenue, Miami, Florida 33102-0816, and the name of the Registered Agent at such address is Vicki A. O'Meara.

ARTICLE VII

DIRECTORS

The number of directors for the corporation shall not be less than three. The names and addresses of the members of the first Board of Directors of this corporation, who shall hold office for the first year or until their successors are chosen, are:

<u>DIRECTORS</u>	MAILING ADDRESSES
M. Anthony Burns	3600 N.W. 82 nd Avenue Miami, Florida 33166
Edwin A. Huston	3600 N.W. 82 nd Avenue Miami, Florida 33166
Vicki A. O'Meara	3600 N.W. 82 nd Avenue Miami, Florida 33166

ARTICLE VIII

INCORPORATOR

The name and address of the incorporator is as follows:

NAME

ADDRESS

Frederick V. Perry

3600 N.W. 82nd Avenue Miami, Florida 33166

IN WITNESS WHEREOF, the undersigned have subscribed their names on this,

the 13th day of April, 1998.

Frederick V: Pen

ACCEPTANCE OF REGISTERED AGENT

Vicki A. O'Meara

STATE OF FLORIDA

SSI

COUNTY OF DADE

I hereby certify that on this 13th day of April, 1998, personally came and appeared before me, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgments, Frederick V. Perry and Vicki A. O'Meara, to me well known and well known by me to be the persons described in and who severally acknowledged to me that they executed the foregoing Articles of Incorporation as their free and voluntary act and deed and for the uses and purposes therein set forth and expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal on the day and year above written.

My Commission expires:

April 24, 2001

Delores Clark Notary Public

OFFICIAL NOTARY SEAL
DELORES CLARK
COMMISSION NUMBER
CC641621
MY COMMISSION EXPIRES

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