

Filing fee: \$35.00

APPLICATION FOR  
AMENDED CERTIFICATE OF AUTHORITY  
OF

RYDER DISTRIBUTION RESOURCES, INC.

To the Secretary of State  
of the State of Rhode Island

Pursuant to the provisions of Section 7-1.1-111 of the General Laws, 1956, as amended, the undersigned corporation hereby applies for an Amended Certificate of Authority to transact business in Rhode Island, and for that purpose submits the following statement:

FIRST: A Certificate of Authority was issued to the corporation by your office on May 24, 1985, authorizing it to transact business in Rhode Island under the name of RYDER DISTRIBUTION RESOURCES, INC.

SECOND: The corporate name of the corporation has been changed to RYDER DEDICATED LOGISTICS, INC.  
(If no change, so indicate)

THIRD: The name which it elects to use hereafter in Rhode Island is RYDER DEDICATED LOGISTICS, INC.

FOURTH: It desires to pursue in the transaction of business in Rhode Island other or additional purposes than those set forth in its prior Application for a Certificate of Authority, as follows: NO CHANGE  
(If no other or additional purposes are proposed, insert "No change.")

FIFTH: Other amendments, if any, to Certificate of Authority previously issued: [see §§7-1.1-103, 7-1.1-109, 7-1.1-110. of the General Laws, 1956, as amended.] (If increase of authorized capital stock, state:

Number of Shares	Class	Series	Par Value per Share or Statement that Shares are without Par Value
NO CHANGE			

- (A): An estimate of the value of all property to be owned by it for the following year, wherever located, is \$ .....
- (B): An estimate of the value of its property to be located within Rhode Island during such year is \$ .....
- (C): An estimate of the gross amount of business to be transacted by it during such year is \$ .....
- (D): An estimate of the gross amount of business to be transacted by it at or from places of business in Rhode Island during such year is \$ .....

Dated January 4, 1993

RYDER DISTRIBUTION RESOURCES, INC.

By *Jeffrey J. Murphy*  
Jeffrey J. Murphy  
Its Vice President

and *Frederick V. Perry*  
Frederick V. Perry  
Its Asst. Secretary

STATE OF FLORIDA }  
COUNTY OF DADE } Sc.

At Miami in said County on the 4th day  
of January 1993, before me personally appeared Jeffrey J. Murphy,  
who being by me first duly sworn, declared that he is the  
Vice President of RYDER DISTRIBUTION RESOURCES, INC.,  
that he signed the foregoing document as such Vice President  
of the corporation, and that the statements therein contained are true.

*Beryl Payne*  
Notary Public  
NOTARY PUBLIC STATE OF FLORIDA  
MY COMMISSION EXP. MAY 29, 1994  
SUCCEDED THRU GENERAL INS. UND.

(NOTARIAL SEAL)

Rec'd & Filed JAN 12 1993 9 3533

*State of Delaware*  
*Office of the Secretary of State*

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I, DANIEL R. GRIFFITH, ACTING SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "RYDER DISTRIBUTION RESOURCES, INC." FILED IN THIS OFFICE ON THE TENTH DAY OF DECEMBER, A.D. 1992, AT 10 O'CLOCK A.M.

A CERTIFIED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO NEW CASTLE COUNTY RECORDER OF DEEDS FOR RECORDING.

\* \* \* \* \*



*Daniel R. Griffith*

ACTING SECRETARY OF STATE

AUTHENTICATION: \*3733517

DATE: 01/06/1993

CERTIFICATE OF AMENDMENT

of

CERTIFICATE OF INCORPORATION

(effective January 1, 1993)

RYDER DISTRIBUTION RESOURCES, INC., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware,

DOES HEREBY CERTIFY:

FIRST: That the Board of Directors of said corporation by the unanimous written consent of its members, filed with the minutes of the Board, adopted a resolution proposing and declaring advisable the following amendment to the Certificate of Incorporation of said corporation:

RESOLVED, That, effective January 1, 1993, the Certificate of Incorporation of Ryder Distribution Resources, Inc. be amended by changing the first Article thereof so that, as amended, said Article shall be and read as follows:

FIRST: The name of the corporation is

RYDER DEDICATED LOGISTICS, INC.

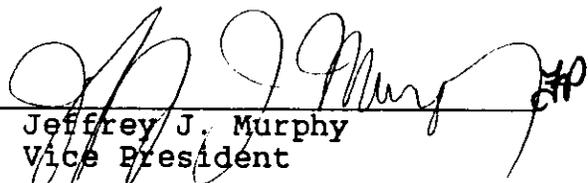
SECOND: That in lieu of a meeting and vote of stockholders, the stockholders have given unanimous written consent to said amendment in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

THIRD: That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Sections 242 and 228 of the General Corporation Law of the State of Delaware.

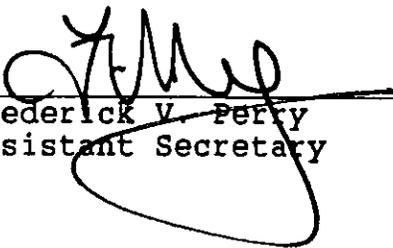
FOURTH: That this Certificate of Amendment of the Certificate of Incorporation shall be effective on January 1, 1993.

IN WITNESS WHEREOF, said RYDER DISTRIBUTION RESOURCES, INC. has caused this certificate to be signed by Jeffrey J. Murphy, its Vice President and attested by Frederick V. Perry, its Assistant Secretary, this 8th day of December, 1992.

RYDER DISTRIBUTION RESOURCES, INC.

By:   
Jeffrey J. Murphy  
Vice President

Attest:

  
Frederick V. Perry  
Assistant Secretary

(Corporate Seal)