

2007 LIMITED LIABILITY COMPANY ANNUAL REPORT

**FILED
Apr 26, 2007
Secretary of State**

DOCUMENT# L05000104721

Entity Name: RAIL PARTNERS II, LLC

Current Principal Place of Business:

2605 THOMAS DRIVE
SUITE 150
PANAMA CITY BEACH, FL 32408

New Principal Place of Business:

Current Mailing Address:

2605 THOMAS DRIVE
SUITE 150
PANAMA CITY BEACH, FL 32408

New Mailing Address:

FEI Number: 41-2197621 FEI Number Applied For () FEI Number Not Applicable () Certificate of Status Desired ()

Name and Address of Current Registered Agent:

DURDEN, K EARL
2605 THOMAS DRIVE
SUITE 150
PANAMA CITY BEACH, FL 32408 US

Name and Address of New Registered Agent:

The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

SIGNATURE:

Electronic Signature of Registered Agent

Date

MANAGING MEMBERS/MANAGERS:

Title: MGRM () Delete
Name: RAIL MANAGEMENT CORP, ORATION
Address: 2605 THOMAS DRIVE
City-St-Zip: PANAMA CITY BEACH, FL 32408

ADDITIONS/CHANGES:

Title: () Change () Addition
Name:
Address:
City-St-Zip:

I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Chapter 119, Florida Statutes. I further certify that the information indicated on this report is true and accurate and that my electronic signature shall have the same legal effect as if made under oath; that I am a managing member or manager of the limited liability company or the receiver or trustee empowered to execute this report as required by Chapter 608, Florida Statutes.

SIGNATURE: LISA L. ALLEN

SECR

04/26/2007

Electronic Signature of Signing Managing Member, Manager, or Authorized Representative / Date