File on or before May 1, 1999 or Limited Liability Company will be subject to a $ 400.00 LATE FEE.

LIMITED LIABILITY COMPANY
ANNUAL REPORT
1999

FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State
DIVISION OF CORPORATIONS

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 APR 20 AM 11:44

FILING FEE $ 188.75	**Annual Report $100.00 + $88.75 Corporation Supplemental Fee**
	Make Check Payable To: FLORIDA DEPARTMENT OF STATE

1. Name and Mailing Address of Limited Liability Company

DOCUMENT # M97000000546

ALABAMA & GULF COAST RAILWAY LLC
7557 RAMBLER ROAD, SUITE 280
DALLAS TX 75231

1a. Principal Place of Business Address
7557 RAMBLER ROAD, SUITE 280
DALLAS TX 75231

2. Principal Place of Business
Monroeville, AL.
Suite, Apt. #, etc.
224 N. Mt. Pleasant Ave.
City & State
Monroeville, AL
Zip 36461 Country U.S.A.

2a. Mailing Address
P.O. Box 339
Suite, Apt. #, etc.
City & State
Monroeville, AL
Zip 36461 Country U.S.A.

3. Date Organized or Qualified
08/26/1997

3a. State of Formation
DE

4. FEI Number
75-2714522
☐ Applied For
☐ Not Applicable

5. Date of Last Report
03/13/1998

6. Certificate of Status Desired
$8.75 Additional Fee Required ☐

7. Name and Address of Current Registered Agent

CT CORPORATION SYSTEM
1200 SOUTH PINE ISLAND ROAD
PLANTATION FL 33324

8. Name and Address of New Registered Agent/Office

Name
Street Address (P.O. Box Number is Not Acceptable)
200000285381 2--1
-04/27/99--01058--002
****188.75 ****188.75
Suite, Apt. #, etc.
City
FL
Zip Code

9. Pursuant to the provisions of Sections 608.416 and 608.508, Florida Statutes, the above-named limited liability company submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by affirmative vote of a majority of the members. I hereby accept the appointment as registered agent, and accept the obligations.

SIGNATURE _____ DATE
(Registered Agent Accepting Appointment) (NOTE: Registered Agent signature required when filed alone)

10. Title	Managing Members/Managers	Business Street Address	City, State and Zip Code
MGR	KLEIFGEN, J. PETER	7557 RAMBLER ROAD, SUITE 2	DALLAS TX
MGR	JACULLO, PETER J	21 BERMUDA ROAD	WESTPORT CT
MGR	WIDENER, DAVID L	2535 TECH DRIVE, SUITE 111	BETTENDORF IA
MGR	Jensen, Annie	2535 TECH DRIVE, SUITE 111	Bettendorf, IA
MGR	Nicoletti, William	Van Beuren Road	Morristown, NJ

11 I do hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report is true and accurate and that my 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; and that my name appears in Block 10, or on an attachment with an address.

SIGNATURE: Peter Kleifgen 4-13-99 214-691-2572
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING MANAGING MEMBER OR MANAGER — DATE — DAYTIME PHONE #

INUSE10 R (12/98)