

**F9500005057**

1201 HAYS STREET  
TALLAHASSEE, FL 32301  
904-2-039 FAX

800-342-8086

**networks**

AL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 709136 86901V

AUTHORIZATION : *Patricia Poynt*

COST LIMIT : \$ 70.00

ORDER DATE : October 13, 1995

ORDER TIME : 2:37 PM

ORDER NO. : 709136

CUSTOMER NO: 86901V

CUSTOMER: Ms. Marlene Ryan  
Prentice Hall Legal &  
5670 Wilshire Blvd.  
Suite 750  
Los Angeles, CA 90036

000001613240

FOREIGN FILINGS

NAME: FLUOR DANIEL OVERLAND EXPRESS,  
INC.

XX PROFIT  
NON-PROFIT

XX CORPORATE  
LIMITED PARTNERSHIP

XX QUALIFICATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY  
XX PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Debbie Skipper

RECEIVED  
95 OCT 17 PM 4:05  
DIVISION OF CORPORATIONS  
FILED  
95 OCT 17 PM 4:20  
SECRETARY OF STATE

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO  
TRANSACTION BUSINESS IN FLORIDA**

**IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS  
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE  
STATE OF FLORIDA:**

1. ELUOR DANIEL OVERLAND EXPRESS, INC.  
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Delaware 3. Application pending  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. October 13, 1995 5. perpetual  
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Will transact upon qualification  
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)

7. 3333 Michelson Dr., Irvine, CA 92730  
  
(Current mailing address)

8. Limited partner in the development of high-speed rail projects  
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:  
The Prentice-Hall Corporation  
Name: System, Inc.

Office Address: 1201 Hays Street, Suite 105  
Tallahassee, Florida, 32301  
(Zip Code)

**10. Registered agent's acceptance:**

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

The Prentice-Hall Corporation System, Inc.

By: Marcia A. Havner Asst. Sec.  
(Registered agent's signature)

Marcia A. Havner, Asst. Sec.

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 OCT 17 PM 2:00

12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: P. J. Trimble

Address: 3333 Michelson Drive

Irvine, California 92730

Director: \_\_\_\_\_

Address: \_\_\_\_\_

B. OFFICERS

President: C. P. Cox

Address: 3333 Michelson Dr., Irvine, CA 92730

Vice President: P. J. Trimble

Address: 3333 Michelson Dr. Irvine, CA 92730

Secretary: L. N. Fisher

Address: 3333 Michelson Dr., Irvine, CA 92730

Treasurer: J. M. Conaway

Address: 3333 Michelson Dr, Irvine, CA 92730

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

95 OCT 17 PM 4:20

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13.

G. N. [Signature]  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14.

L. N. Fisher, Secretary

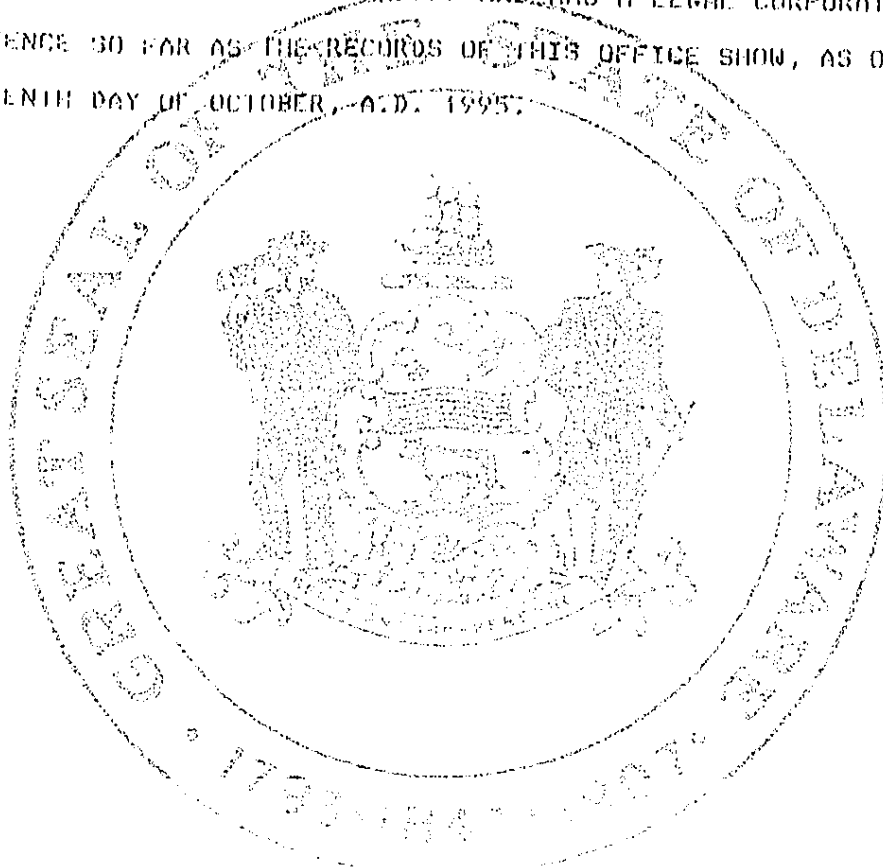
(Typed or printed name and capacity of person signing application)

State of Delaware

PAGE 1

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "FLUOR DANIEL OVERLAND EXPRESS, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SIXTEENTH DAY OF OCTOBER, A.D. 1995.



FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 OCT 17 PM 4:20



*Edward J. Freel*

Edward J. Freel, Secretary of State

2551951 8.500

950237004

AUTHENTICATION:

761 796

DATE:

10-16-95

F95000005057

**National Registered Agents, Inc.**

**VIA U.S. MAIL**

January 24, 1997

Division of Corporations  
Florida Department of State  
P.O. Box 6327  
Tallahassee, FL 32314

**RE: FLUOR DANIEL OVERLAND EXPRESS, INC.**

900002071179--3

-01/28/97--01159--018  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Dear Sir/Madam:

Enclosed for filing, please find the appropriate document required by your state for changing the registered agent to National Registered Agents, Inc. Also please find a check in the amount of \$35.00 to cover your filing fees.

Please process the change of agent document as soon as possible and return a filed-stamped copy in the enclosed self-addressed stamped envelope.

If you have any questions or need additional information, please call me.

Very truly yours,

**CHARLES BACLET AND ASSOCIATES, INC.**

*Jean Paulsen*  
Jean Paulsen  
Client Specialist

Enclosures

FILED  
97 JAN 27 PM 3:31  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

2/3

*John*  
IPA  
Change

Florida Department of State, Jim Smith, Secretary of State

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS**

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation, organized under the laws of the State of Delaware submits the following statement in order to change its registered office or registered agent, or both, in the State Florida.

1a. The name of the corporation is: Fluor Daniel Overland Express, Inc.

1b. Date of incorporation: 10-17-95 Document number 795000005057

2. The name and address of the current registered agent and office:  
The Prentice-Hall Corporation System, Inc.

1201 Hays Street, Suite 105, Tallahassee, Florida 32301

3. The name and address of the new registered agent and office:  
(P.O. Box Not Acceptable)

NRAI Services, Inc.

526 East Park Avenue, Tallahassee, Florida 32301

The street address of its registered agent and the street address of the business office of its registered agent as changed will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

G. M. Baker  
SIGNATURE  
November 29, 1996  
DATE

L. N. Fisher, Secretary  
Typed or printed name and title

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

NRAI Services, Inc.  
SIGNATURE C. Baclet C. Baclet,  
(Registered Agent) Vice Pres.

DATE 1-23-97