

FILE NOW: FILING FEE AFTER MAY 1ST IS \$550.00

FILED
May 18 1998 8:00am
Secretary of State

PROFIT CORPORATION
 ANNUAL REPORT
1998



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
 Secretary of State
 DIVISION OF CORPORATIONS

DOCUMENT # 806099 (8)
 1. Corporation Name
CSX TRANSPORTATION, INC.



Principal Place of Business: **500 WATER ST JACKSONVILLE FL 32202 US**
 Mailing Address: **500 WATER ST S/C J160 JACKSONVILLE FL 32202 US**

DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 03/26/1946	
21	Suite, Apt. #, etc.	26	Suite, Apt. #, etc.	4. FEI Number 59-1222618	Applied For <input type="checkbox"/> Not Applicable
22	City & State	27	City & State	5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
23	Zip	28	Zip	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
24	Country	29	Country	8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	

9. Name and Address of Current Registered Agent AFTOORA, PATRICIA J. 500 WATER STREET JACKSONVILLE FL 32202				10. Name and Address of New Registered Agent	
				81 Name	NOTE: This company is included in a consolidated intangible personal property tax return filed on behalf of CSX Corporation and consolidated affiliates, FEIN 62-1051971.
				82 Address	
				83 City	
				84 City FL 85 Zip Code	

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation 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 the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE _____ (NOTE: Registered Agent signature required when reinstating) DATE _____

12. OFFICERS AND DIRECTORS			13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12		
TITLE	CD	<input type="checkbox"/> DELETE	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition	
NAME	SNOW, J W		1.2 NAME		
STREET ADDRESS	901 E CARY ST, ONE JAMES CTR		1.3 STREET ADDRESS		
CITY-ST-ZIP	RICHMOND VA		1.4 CITY-ST-ZIP		
TITLE	PCEO	<input type="checkbox"/> DELETE	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition	
NAME	CARPENTER, A R		2.2 NAME		
STREET ADDRESS	500 WATER ST		2.3 STREET ADDRESS		
CITY-ST-ZIP	JACKSONVILLE FL 32202		2.4 CITY-ST-ZIP		
TITLE	SVP	<input type="checkbox"/> DELETE	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition	
NAME	DAVIS, D D		3.2 NAME		
STREET ADDRESS	500 WATER ST		3.3 STREET ADDRESS		
CITY-ST-ZIP	JACKSONVILLE FL 32202		3.4 CITY-ST-ZIP		
TITLE	DVPF	<input type="checkbox"/> DELETE	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition	
NAME	WARD, M.J.		4.2 NAME		
STREET ADDRESS	500 WATER ST		4.3 STREET ADDRESS	See attached list	
CITY-ST-ZIP	JACKSONVILLE FL		4.4 CITY-ST-ZIP		
TITLE	SVP	<input type="checkbox"/> DELETE	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition	
NAME	ANDREWS, J.F.		5.2 NAME		
STREET ADDRESS	500 WATER ST		5.3 STREET ADDRESS		
CITY-ST-ZIP	JACKSONVILLE FL 32202		5.4 CITY-ST-ZIP		
TITLE	EVP	<input type="checkbox"/> DELETE	6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition	
NAME	NICHOLS, G.L.		6.2 NAME		
STREET ADDRESS	500 WATER ST		6.3 STREET ADDRESS		
CITY-ST-ZIP	JACKSONVILLE FL 32202		6.4 CITY-ST-ZIP		

14. I 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 or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE *Patricia J. Aftoora* **Patricia J. Aftoora, Vice-President 2/25/98 (904) 366-1242**

CR2E034 (10/97)

CSX TRANSPORTATION, INC.

Directors

<u>Name</u>	<u>Address</u>
M. G. Aron	901 East Cary Street One James Center Richmond, VA 23219
A. R. Carpenter	500 Water Street Jacksonville, FL 32202
G. L. Nichols	500 Water Street Jacksonville, FL 32202
P. R. Goodwin	901 East Cary Street One James Center Richmond, VA 23219
J. W. Snow	901 East Cary Street One James Center Richmond, VA 23219
M. J. Ward	500 Water Street Jacksonville, FL 32202

Senior Officers

<u>Name</u>	<u>Title</u>	<u>Address</u>
J. W. Snow	Chairman of the Board	901 East Cary Street One James Center Richmond, VA 23219
A. R. Carpenter	President and Chief Executive Officer	500 Water Street Jacksonville, FL 32202
G. L. Nichols	Executive Vice-President and Chief Operating Officer	500 Water Street Jacksonville, FL 32202
J. Q. Anderson	Executive Vice-President - Sales and Marketing	500 Water Street Jacksonville, FL 32202
M. J. Ward	Executive Vice-President - Finance	500 Water Street Jacksonville, FL 32202
J. F. Andrews	Senior Vice-President - Technology	500 Water Street Jacksonville, FL 32202

Senior Officers (continued)

<u>Name</u>	<u>Title</u>	<u>Address</u>
D. D. Davis	Senior Vice-President - Employee Relations	500 Water Street Jacksonville, FL 32202
P. M. Giftos	Senior Vice-President - Law and Public Affairs	500 Water Street Jacksonville, FL 32202
C. N. Taylor	Senior Vice-President - Transportation and Mechanical and Chief Transportation Officer	500 Water Street Jacksonville, FL 32202
P. J. Aftoora	Vice-President and Corporate Secretary	500 Water Street Jacksonville, FL 32202