



# F00000002560

ACCOUNT NO. : 072100000032

REFERENCE : 687549 7205112

AUTHORIZATION *Patricia Pujols*

COST LIMIT : \$ 70.00

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 MAY -9 AM 11:52

ORDER DATE : May 5, 2000

ORDER TIME : 9:58 AM

8000003244528--2

ORDER NO. : 687549-010

CUSTOMER NO: 7205112

CUSTOMER: Michael Rivera, Vice President  
Railworks Corporation  
6225 Smith Avenue  
Suite 200  
Baltimore, MD 21209

FOREIGN FILINGS

6

NAME: EARL CAMPBELL CONSTRUCTION  
COMPANY, INC.

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00 MAY -9 AM 10:40  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

XXXX QUALIFICATION (TYPE: CO) 6

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX        PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds

*3/5 5/9*

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT  
BUSINESS IN FLORIDA

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

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1. Earl Campbell Construction Company, 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. Texas

(State or country under the law of which it is incorporated)

3. 76 - 0023665

(FEI number, if applicable)

4. 9/30/81

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. Has not yet transacted business in Florida

(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 2727 Ruby

Gonzales, LA 70737

(Current mailing address)

8. To engage in RAILROAD construction and related activities.

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

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.

Corporation Service Company

By: Vicki Schreiber Asst. V.P.

(Registered agent's signature)

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.

12. Names and addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable)

**A. DIRECTORS (Street address only - P.O. Box NOT acceptable)**

Chairman: See attached officers/directors rider

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

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

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

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

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

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

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

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STATE  
COMMISSION OF CORPORATIONS

**B. OFFICERS (Street address only - P.O. Box NOT acceptable)**

President: See attached officers/directors rider

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

Vice President: \_\_\_\_\_

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

Secretary: \_\_\_\_\_

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

Treasurer: \_\_\_\_\_

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

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

13. Michael P. Rivera  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Michael P. Rivera, Asst. Sec'y  
(Typed or printed name and capacity of person signing application)

## Directors, Officers Report

**Earl Campbell Construction Co., Inc.**

Thursday, May 04, 2000

### DIRECTORS

**Michael R Azarela** **Director**  
Primary Address: Railworks Corporation  
6225 Smith Ave  
Suite 200  
Baltimore, MD 21209 US

**John G Larkin** **Director**  
Primary Address: Railworks Corporation  
6225 Smith Ave  
Suite 200  
Baltimore, MD 21209 US

**Robert D Wolff** **Director**  
Primary Address: Midwest Railroad Construction & Maintenance Corp.  
350 West 300 South  
Suite 101  
Salt Lake City, UT 84101

### OFFICERS

**Mary Ann Haase** **Secretary**  
Primary Address: Midwest Railroad Construction & Maintenance Corp.  
350 West 300 South  
Suite 101  
Salt Lake City, UT 84101

**Kenneth Reger** **Treasurer**  
Primary Address: Midwest Railroad Construction & Maintenance Corp.  
350 West 300 South  
Suite 101  
Salt Lake City, UT 84101

**Gene J Cellini** **Assistant Treasurer**  
Primary Address: Railworks Corporation  
6225 Smith Ave  
Suite 200  
Baltimore, MD 21209 US

**John P Nuzzo** **Assistant Secretary**  
Primary Address: Railworks Corporation  
6225 Smith Ave  
Suite 200  
Baltimore, MD 21209 US

**Kenneth Reger** **Assistant Secretary**  
Primary Address: Midwest Railroad Construction & Maintenance Corp.  
350 West 300 South  
Suite 101  
Salt Lake City, UT 84101

FILED  
CLERK OF DISTRICT COURT  
MAY -9 AM 11:52  
DISTRICT OF COLUMBIA

Earl Campbell Construction Co., Inc.

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**Michael P. Rivera**

**Assistant Secretary**

Primary Address:

Railworks Corporation  
6225 Smith Ave  
Suite 200  
Baltimore, MD 21209 US

**Michael R Azarela**

**Executive Vice President**

Primary Address:

Railworks Corporation  
6225 Smith Ave  
Suite 200  
Baltimore, MD 21209 US

**William Bush**

**Executive Vice President**

Primary Address:

Midwest RR Construction & Maintenance Corp.  
350 West 300 South  
Suite 101  
Salt Lake City, UT 84101

**Charles Smith**

**Vice President**

Primary Address:

Earl Campbell Construction Co., Inc.  
221 Irene Road  
Zachary, LA 70791

**Robert D Wolff**

**President**

Primary Address:

Midwest Railroad Construction & Maintenance Corp.  
350 West 300 South  
Suite 101  
Salt Lake City, UT 84101

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DIVISION OF CORPORATIONS  
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# The State of Texas

## SECRETARY OF STATE

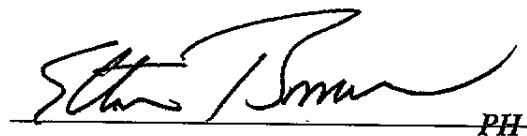
IT IS HEREBY CERTIFIED that  
Articles of Incorporation of

**EARL CAMPBELL CONSTRUCTION COMPANY, INC.**  
File No. 580216-00

were filed in this office and a certificate of incorporation was issued to this corporation,  
and no certificate of dissolution is in effect and the corporation is currently in existence.

*IN TESTIMONY WHEREOF, I have hereunto  
signed my name officially and caused to be  
impressed hereon the Seal of State at my office in  
Austin, Texas on May 5, 2000.*



  
PH

Elton Bomer  
Secretary of State