

CONFIDENTIAL AGENTS, INC. (formerly CCRS)
103 N. MERIDIAN STREET, LOWER LEVEL
TALLAHASSEE, FL 32301
222-1173

FILING COVER SHEET
ACCT. #FCA-14

F02000000305

FILED
JAN 18 PM 12:38
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

CONTACT: CINDY HICKS

DATE: 1-18-02

REF. #: 0438.4523

CORP. NAME: TCF RAILCO INFORMATION SYSTEMS CORP.

- | | | |
|---|---|--|
| ☐ ARTICLES OF INCORPORATION | ☐ ARTICLES OF AMENDMENT | ☐ ARTICLES OF DISSOLUTION |
| ☐ ANNUAL REPORT | ☐ TRADEMARK/SERVICE MARK | ☐ FICTITIOUS NAME |
| ☒ FOREIGN QUALIFICATION | ☐ LIMITED PARTNERSHIP | ☐ LIMITED LIABILITY |
| ☐ REINSTATEMENT | ☐ MERGER | ☐ WITHDRAWAL |
| ☐ CERTIFICATE OF CANCELLATION | ☐ UCC-1 | ☐ UCC-3 |
| ☐ OTHER: | | |
- RECEIVED
JAN 18 AM 10:58
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

STATE FEES PREPAID WITH CHECK# 501355 FOR \$ 78.75

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

3000004784203--1
-01/18/02--01010--022
*****78.75 *****78.75

COST LIMIT: \$

PLEASE RETURN:

- | | | |
|--|---|---|
| ☒ CERTIFIED COPY | ☐ CERTIFICATE OF GOOD STANDING | ☐ PLAIN STAMPED COPY |
| ☐ CERTIFICATE OF STATUS | | |

Examiner's Initials

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**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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STATE OF FLORIDA

1. TCF Railco Information Systems Corp.

(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

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

3. _____

(FEI number, if applicable)

4. January 10, 2002

(Date of incorporation)

5. Perpetual

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

6. Upon qualification

(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 650 Madison Avenue, 24th Floor, New York, NY 10022

(Principal office address)

650 Madison Avenue, 24th Floor, New York, NY 10022

(Current mailing address)

8. Manufacturing

(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: National Corporate Research, Ltd.

Office Address: 1406 Hays Street, Suite #2

Tallahassee

(City)

, 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.

By: _____

(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 business addresses of officers and/or directors:

A. DIRECTORS

Chairman: J. William Uhrig

Address: 650 Madison Avenue, 24th Floor
New York, NY 10022

Vice Chairman: _____

Address: _____

Director: Jeanette Welsh

Address: 650 Madison Avenue, 24th Floor
New York, NY 10022

Director: Wm. Robert Wright

Address: 650 Madison Avenue, 24th Floor
New York, NY 10022

B. OFFICERS

President: J. William Uhrig

Address: 650 Madison Avenue, 24th Floor
New York, NY 10022

Vice President: _____

Address: _____

Secretary: Jeanette Welsh

Address: 650 Madison Avenue, 24th Floor, New York, NY 10022

Treasurer: Wm. Robert Wright

Address: 650 Madison Avenue, 24th Floor, New York, NY 10022

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

13. Jeanette Welsh
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Jeanette Welsh, Secretary

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

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TALLAHASSEE, FLORIDA

Delaware

PAGE 1

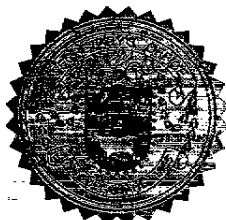
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "TCF RAILCO INFORMATION SYSTEMS CORP." 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 JANUARY, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "TCF RAILCO INFORMATION SYSTEMS CORP." WAS INCORPORATED ON THE FIFTEENTH DAY OF JANUARY, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

FILED
JAN 18 12:38
SECRETARY OF STATE
PALM BEACH, FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3478849 8300

AUTHENTICATION: 1561729

020029598

DATE: 01-16-02