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FOREIGN PROFIT/NONPROFIT CORPORATION

American Railcar Industries, Inc.

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1/12

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.

1. American Railcar Industries, Inc.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Ltd.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware

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

3. 43-1481791

(FEI number, if applicable)

4. 12/15/2005

(Date of incorporation)

5. Perpetual

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

6. Upon Qualification

(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 100 Clark Street, St. Charles, MO 63301

(Principal office address)

same

(Current mailing address)

8. See Attachment

(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 NOT acceptable)

Name: CT Corporation System

Office Address: 1200 South Pine Island Road

Plantation

(City)

Florida

33324

(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.

CT Corporation System

By: Carrie B. [Signature]

(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:

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◆ 重要概念

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Abstract

References



Abstract

Abstract

Discussion

Abstract

2. OFFICERS

~~SECRET~~ ~~CONFIDENTIAL~~

Keywords: *child abuse, child sexual abuse, child sexual exploitation, child sexual abuse, child sexual exploitation, child sexual abuse, child sexual exploitation*

Van Dine

Keywords: child sexual abuse; disclosure; legal system

Summary

Abstract

Abstract

Abstract

NOTE: Treasury may vary check up releases in the past 10 days being additional officers and/or directors.

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Signature of Director or Officer listed in number 12 of this application:

24.

Michael Oberdor, Secretary

(*These are estimated values and are dependent on system loading conditions)

ATTACHMENT TO FLORIDA

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

Design, manufacture and distribute covered hopper and tank railcars and railcar components as well as provide fleet management services.

11. Name and business addresses of officers and/or directors:

A. DIRECTORS

Name	Title	Address
Carl C. Icahn	Chairman of the Board and Director	Icahn Associates Corp. 767 Fifth Avenue - 47 th Floor New York, NY 10153
James J. Unger	President, Chief Executive Officer and Director	American Railcar Industries, Inc. 100 Clark Street, St. Charles, MO 63301
Vincent J. Iannacci	Director	Icahn Associates Corp. 767 Fifth Avenue - 47 th Floor New York, NY 10153
Jon F. Weber	Director	Icahn Associates Corp. 767 Fifth Avenue - 47 th Floor New York, NY 10153
Keith Meister	Director	Icahn Partners LP 767 Fifth Avenue - 47 th Floor New York, NY 10153
James M. Leisure	Director	American Railcar Industries, Inc. 100 Clark Street, St. Charles, MO 63301
James C. Pontious	Director	American Railcar Industries, Inc. 100 Clark Street, St. Charles, MO 63301

B. OFFICERS

Name	Title	Address
Carl C. Icahn	Chairman of the Board and Director	Icahn Associates Corp. 767 Fifth Avenue - 47 th Floor New York, NY 10153
James J. Unger	President, Chief Executive Officer and Director	American Railcar Industries, Inc. 100 Clark Street, St. Charles, MO 63301
James A. Cowan	Executive Vice President and Chief Operating Officer	American Railcar Industries, Inc. 100 Clark Street, St. Charles, MO 63301
William P. Benac	Senior Vice President, Chief Financial Officer and Treasurer	American Railcar Industries, Inc. 100 Clark Street, St. Charles, MO 63301
Alan C. Lullman	Senior Vice President Sales, Marketing and Services	American Railcar Industries, Inc. 100 Clark Street, St. Charles, MO 63301
Michael Oberkop	Secretary	American Railcar Industries, Inc. 100 Clark Street, St. Charles, MO 63301
Michael E. Vaughn	Controller and Assistant Secretary	American Railcar Industries, Inc. 100 Clark Street, St. Charles, MO 63301

Delaware

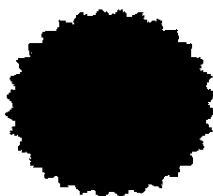
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I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "AMERICAN RAILCAR INDUSTRIES, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE ELEVENTH DAY OF JANUARY, A.D. 2006.

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

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4440590

DATE: 01-11-06