



FLORIDA DEPARTMENT OF STATE
Division of Corporations

August 10, 2010

BRANDI MCEVOY
RAILPROS FIELD SERVICES, INC.
25 MAUCHLY DR., SUITE 329
IRVINE, CA 92618

SUBJECT: RAILPROS FIELD SERVICES, INC.
Ref. Number: W10000037530

2010 AUG 20 PM 12:46
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for RAILPROS FIELD SERVICES, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

According to the application submitted to this office, this entity transacted business in the state of Florida before properly registering with the Florida Department of State, Division of Corporations. Consequently, a \$500 civil penalty and an annual report filing fee for each year the entity failed to properly file a Florida annual report are due this office. Based on the date entered on the application, the civil penalty and annual report filing fees total \$650.00.

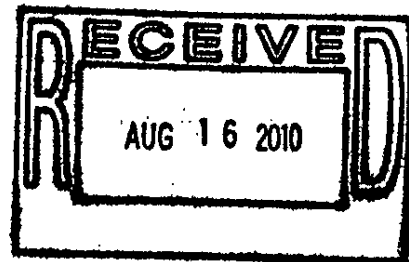
Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6995.

Wanda Cunningham
Regulatory Specialist II
New Filing Section

Letter Number: 210A00019158

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10 AUG 18 PM 1:30
DIVISION OF CORPORATIONS



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COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: RailPros Field Services, Inc.
Name of corporation - must include suffix

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," or "Certificate of Good Standing" and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Brandi McEvoy
Name of Person
RailPros Field Services, Inc.
Firm/Company
25 Mauchly Dr Ste 329
Address
Irvine, CA 92618
City/State and Zip code
Brandi.McEvoy@railpros.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Brandi McEvoy at (714) 734-8765
Name of Person Area Code & Daytime Telephone Number

STREET/COURIER ADDRESS:
New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:
New Filing Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy

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

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

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

4. October 21, 2008 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. January 1, 2009
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 25 Mauchly Dr Ste 329, Irvine, CA 92618
(Principal office address)

25 Mauchly Dr Ste 329, Irvine, CA 92618
(Current mailing address)

8. Property Management, Inspection and Flagging Services for the Railroad Industry
(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: Registered Agent Solutions Inc

Office Address: 155 Office Plaza Drive Suite A

Tallahassee, Florida 32301
(City) (Zip code)

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TALLAHASSEE, FLORIDA

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.

SEAN BREWITT, SEAN BREWITT, ASST. SECRETARY
(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.

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2010 AUG 20 PM 2:11/9
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Verlanne Johnson

Address: 25 Mauchly Dr Ste 329, Irvine, CA 92618

Director: Karen Hankinson

Address: 25 Mauchly Dr Ste 329, Irvine, CA 92618

B. OFFICERS

President: Johnny Johnson

Address: 25 Mauchly Dr Ste 329, Irvine, CA 92618

Vice President: _____

Address: _____

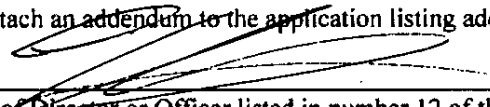
Secretary: Eric Hankinson

Address: 25 Mauchly Dr Ste 329, Irvine, CA 92618

Treasurer: _____

Address: _____

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

13. 
(Signature of Director or Officer listed in number 12 of the application)

14. Eric Hankinson, Secretary/Treasurer
(Typed or printed name and capacity of person signing application)

State of California
Secretary of State

CERTIFICATE OF STATUS

ENTITY NAME:

RAILPROS FIELD SERVICES, INC.

FILE NUMBER: C3165739
FORMATION DATE: 10/20/2008
TYPE: DOMESTIC CORPORATION
JURISDICTION: CALIFORNIA
STATUS: ACTIVE (GOOD STANDING)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, DEBRA BOWEN, Secretary of State of the State of California,
hereby certify:

The records of this office indicate the entity is authorized to
exercise all of its powers, rights and privileges in the State of
California.

No information is available from this office regarding the financial
condition, business activities or practices of the entity.



IN WITNESS WHEREOF, I execute this certificate
and affix the Great Seal of the State of
California this day of August 02, 2010.

Debra Bowen

DEBRA BOWEN
Secretary of State