

F13000003632

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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(Business Entity Name)

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DIVISION OF CORPORATIONS
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FLORIDA DEPARTMENT OF STATE
Division of Corporations

August 22, 2013

TIM HART
TBG HOLDINGS CORPORATION
2929 EAST COMMERCIAL BLVD, PH-D
FORT LAUDERDALE, FL 33308

SUBJECT: CONTINENTAL RAIL CORPORATION
Ref. Number: W13000046860

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

A certificate of existence or a certificate of good standing, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

Please return 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) 245-6052.

Pamela Smith
Regulatory Specialist II

Letter Number: 813A00020100

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: CONTINENTAL RAIL CORPORATION

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:

TIM HART

Name of Person

TBG HOLDINGS CORPORATION

Firm/Company

2929 EAST COMMERCIAL BLVD., PH-D

Address

FORT LAUDERDALE, FL 33308

City/State and Zip code

THART@TBGHOLDINGS.COM

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

TIM HART

954

440-4678

at ()

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.*

CONTINENTAL RAIL CORP.

1. _____
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")
2. _____ 3. _____
(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida) (FEI number, if applicable)
- NEVADA
4. 12/21/1998 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. 20 AUGUST 2013
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)
7. 2929 EAST COMMERCIAL BLVD., PHD, FT LAUDERDALE, FL 33308
(Principal office address)
- 2929 EAST COMMERCIAL BLVD., PHD, FT LAUDERDALE, FL 33308
(Current mailing address)

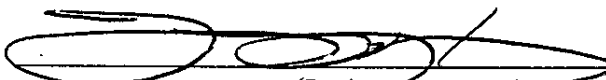
ESTABLISH OFFICES

8. _____
(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: R 3 ACCOUNTING LLC
- Office Address: 2929 E. COMMERCIAL BLVD., PH-C
FT LAUDERDALE 33308
(City) , Florida (Zip code)

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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.


(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: NEIL SWARTZ

Address: 2929 EAST COMMERCIAL BLVD., PHD, FT LAUDERDALE, FL 33308

Vice Chairman: JOHN MARINO SR.

Address: 2929 EAST COMMERCIAL BLVD., PHD, FT LAUDERDALE, FL 33308

Director: JOHN MARINO JR. (CEO)

Address: 2929 EAST COMMERCIAL BLVD., PHD, FT LAUDERDALE, FL 33308

Director: _____

Address: _____

B. OFFICERS

President: WAYNE AUGUST

Address: 2929 EAST COMMERCIAL BLVD., PHD, FT LAUDERDALE, FL 33308

Vice President: _____

Address: _____

Secretary: TIM HART

Address: 2929 EAST COMMERCIAL BLVD., PHD, FT LAUDERDALE, FL 33308

Treasurer: TIM HART

Address: 2929 EAST COMMERCIAL BLVD., PHD, FT LAUDERDALE, FL 33308

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

13.  Signature of Director or Officer

The officer or director signing this document (and who is listed in number 12 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

14. TIM HART

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

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SECRETARY OF STATE


**CERTIFICATE OF EXISTENCE
WITH STATUS IN GOOD STANDING**

I, ROSS MILLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, non-profit corporations, corporation soles, limited-liability companies, limited partnerships, limited-liability partnerships and business trusts pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **CONTINENTAL RAIL CORP.**, as a corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since December 21, 1998, and is in good standing in this state.



IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office on August 26, 2013.


ROSS MILLER
Secretary of State

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DIVISION OF CORPORATIONS