

F15Uxxw1134

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

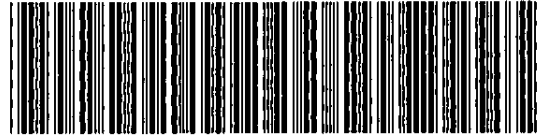
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

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15 MAR 18 AM 11:25

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15 MAR 18 AM 8:59

DIVISION OF CORPORATIONS

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MAR 19 2015
S. GILBERT

CORPORATION SERVICE COMPANY
1201 Hays Street
Tallahassee, FL 32301
Phone: 850-558-1500

ACCOUNT NO. : I20000000195

REFERENCE : 552221 7205112

AUTHORIZATION :

COST LIMIT : \$70.00

ORDER DATE : March 18, 2015

ORDER TIME : 8:42 AM

ORDER NO. : 552221-005

CUSTOMER NO: 7205112

FOREIGN FILINGS

NAME: RAILWORKS CORPORATION

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Courtney Williams -- EXT# 62935

EXAMINER: _____

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: RailWorks 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:

Gene Cellini

Name of Person

RailWorks Corporation

Firm/Company

5 Penn Plaza 15th fl

Address

New York, NY 10001

City/State and Zip code

jbernardo@railworks.com

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

For further information concerning this matter, please call:

Gene Cellini

at (212) 502-7900

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. RailWorks Corporation

(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. DE 3. 58-2382378
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 3/20/1998 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

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

7. 5 Penn Plaza 15th fl NY, NY 10001
(Principal office address)

5 Penn Plaza 15th fl NY, NY 10001
(Current mailing address)

8. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida 32301
(City) (Zip code)

9. 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: 
(Registered agent's signature)

**Courtney Williams
Asst. Vice President**

10. 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.

FILED
15 MAR 18 AM 8:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Jeffrey M Levy

Address: 5 Penn Plaza NY, NY 10001

Director: _____

Address: _____

B. OFFICERS

President: Jeffrey M Levy

Address: 5 Penn Plaza NY, NY 10001

Vice President: Gene Cellini

Address: 5 Penn Plaza NY, NY 10001

Secretary: Ben D levy

Address: 5 Penn Plaza NY, NY 10001

Treasurer: _____

Address: _____

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

12. 

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.

13. Ben D Levy- Ex VP, General Council & Secretary

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

RailWorks Corporation

Five Penn Plaza 15th fl
New York, N.Y. 10001

Fin: 58-2382378

Incorp: DEL.
Primary Phone : (212) 502-7900

LIST OF CORPORATE OFFICERS & DIRECTORS

Name & Business Address	Title
NATHAN A. BROWN C/O Railworks Corp 5 Penn Plaza New York, N.Y. 10001	Vice Pres. & Asst. Secretary & Director
ROBERT L. CUMMINGS C/O Railworks Corp 5 Penn Plaza New York, N.Y. 10001	Director
GREGORY MULDOON C/O Railworks Corp 5 Penn Plaza New York, N.Y. 10001	Director
JEFFREY M LEVY 5 Penn Plaza 15th fl New York, N.Y. 10001	President & CEO & Director
GENE J. CELLINI 5 Penn Plaza New York, N.Y. 10001	SN Vice President-Tax
JOHN AUGUST 5 Penn Plaza 15th fl New York, N.Y. 10001	Executive Vice-Pres.
JOHN C YOUNG 5 Penn Plaza 15th fl New York, N.Y. 10001	Executive Vice-Pres.
VERONICA LUBATKIN 5 Penn Plaza 15th fl New York, N.Y. 10001	Executive Vice-Pres. & CFO
BENJAMIN D LEVY 5 Penn Plaza 15th fl New York, N.Y. 10001	Executive VP, General Counsel & Secretary

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "RAILWORKS CORPORATION" 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 EIGHTEENTH DAY OF MARCH, A.D. 2015.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "RAILWORKS CORPORATION" WAS INCORPORATED ON THE TWENTIETH DAY OF MARCH, A.D. 1998.

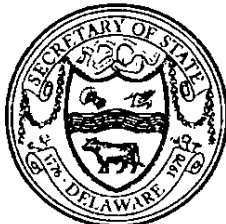
AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

2874152 8300

150372196

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 2209104

DATE: 03-18-15