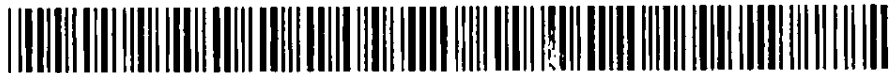


Florida Department of State

FI700004670
Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

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To: Division of Corporations
Fax Number : (850) 617-6383

From: Account Name : C T CORPORATION SYSTEM
Account Number : FCA000000023
Phone : (512) 418-6949
Fax Number : (954) 202-0845

Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.

Email Address: _____

FOREIGN PROFIT/NONPROFIT CORPORATION
Heart of Georgia Railroad, Inc.

Certificate of Status	0
Certified Copy	0
Page Count	06
Estimated Charge	\$70.00

Electronic Filing Menu

Corporate Filing Menu

Help

D SCOTT
OCT 18 2017

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Heart of Georgia Railroad, 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:

Nancy Damon

Name of Person

Genesee & Wyoming Railroad Services, Inc.

Firm/Company

13901 Sutton Park Drive South, Suite 150, Jacksonville, FL 32224

Address

Jacksonville, Florida 32224

City/State and Zip code

TAXDEPTROC@gwrr.com

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

For further information concerning this matter, please call:

Nancy Damon

at (904) 906-3331

Name of Person

Area Code

Daytime Telephone Number

STREET/COURIER ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

Registration 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. Heart of Georgia Railroad, 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. Georgia
(State or country under the law of which it is incorporated)
3. 58-2518534
(FBI number, if applicable)
4. 12/28/1999
(Date of incorporation)
5. _____
(Date of duration, if other than 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. 13901 Sutton Park Drive South Suite 125A Jacksonville, FL 32224
(Principal office address)

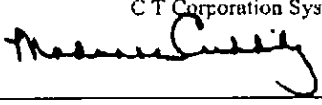
200 Meridian Centre, Suite 300 Rochester, New York 14618
(Current mailing address, if different)

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

Name: C T Corporation System
Office Address: 1200 South Pine Island Road
Plantation, Florida 33324
(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.

C T Corporation System
By:  Madonna Cuddihy
Assistant Secretary
(Registered agent's signature)

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
2017 OCT 17 A 10 55
CLERK OF THE COURT
JACKSONVILLE, FLORIDA

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

A. DIRECTORSChairman: See attached AddendumAddress: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____
_____**B. OFFICERS**President: See attached AddendumAddress: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

12. Alfred Q. Ricotta _____
Signature of Director or Officer

The officer or director signing this document (and who is listed in number 11 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. Alfred Q. Ricotta, Secretary _____
(Typed or printed name and capacity of person signing application)

ADDENDUM**To Application for Authorization to Transact Business In Florida****Heart of Georgia Railroad, Inc.**

Name	Title	Address
Sarah A. Greene	Director and Vice President	200 Meridian Centre Ste. 300 Rochester, NY 14618
Hoffman R. Lijeron	Director, Vice President and Treasurer	20 West Avenue Darien, CT 06820
Alfred Q. Ricotta	Director and Secretary	20 West Avenue Darien, CT 06820
Andrew T. Chunko	President	13901 Sutton Park Dr. South, Suite 125A Jacksonville, FL 32224
Kenneth G. Charron	Vice President	13901 Sutton Park Dr. South, Suite 150 Jacksonville, FL 32224
Tony Long	Vice President	13901 Sutton Park Dr. South, Suite 330 Jacksonville, FL 32224
Jamie B. Weiss	Vice President	200 Meridian Centre Ste. 300 Rochester, NY 14618
Jerry Vest	Assistant Vice President	13901 Sutton Park Dr. South, Suite 125A Jacksonville, FL 32224
Michael Holben	Assistant Treasurer	13901 Sutton Park Dr. South, Suite 125A Jacksonville, FL 32224
Kimberly Tarr	Assistant Secretary	20 West Avenue Darien, CT 06820
Catherine Pushchak	Assistant Secretary	20 West Avenue Darien, CT 06820

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Control Number : 0000241

STATE OF GEORGIA**Secretary of State**

Corporations Division

313 West Tower

2 Martin Luther King Jr. Dr.

Atlanta, Georgia 30334-1530

CERTIFICATE OF EXISTENCE

I, **Brian P. Kemp**, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

HEART OF GEORGIA RAILROAD, INC.
a Domestic Profit Corporation

was formed in the jurisdiction stated below or was authorized to transact business in Georgia on the below date. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation or any other similar document with the office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.

Docket Number : 14935034
Date Inc/Auth/Filed : 12/28/1999
Jurisdiction : Georgia
Print Date : 10/17/2017
Form Number : 211



B. P. Kemp

Brian P. Kemp
Secretary of State