

F9500005076

Requestor's Name

Address

City/State/Zip

Phone #

400001613884

-10/18/95--01038--004

Office Use Only *****87.50

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Rail Development + Construction
(Corporation Name) (Document #)
2. INC
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☒ Walk in

☐ Pick up time

☐ Certified Copy

☐ Mail out

☐ Will wait

☒ Photocopy

☒ Certificate of Status

NEW FILINGS	
☐	Profit
☐	NonProfit
☐	Limited Liability
☐	Domestication
☐	Other

AMENDMENTS	
☐	Amendment
☐	Resignation of R.A., Officer/ Director
☐	Change of Registered Agent
☐	Dissolution/Withdrawal
☐	Merger

OTHER FILINGS	
☐	Annual Report
☐	Fictitious Name
☐	Name Reservation

REGISTRATION QUALIFICATION	
☒	Foreign
☐	Limited Partnership
☐	Reinstatement
☐	Trademark
☐	Other

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 OCT 18 PM 12:16

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SECRET 10 11:00

DIVISION OF CORPORATION

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**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. Rail Development & Construction, Inc.

(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Delaware

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

3. Applied for

(FEL number, if applicable)

4. October 16, 1995

(Date of Incorporation)

5. perpetual

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

6. Upon qualification

(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.135, F.S.)

7. 201 Alhambra Circle, Suite 1400

Coral Gables, Florida 33134

(Current mailing address)

8. Any lawful purpose

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

9. **Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)**

Name: K. Lawrence Gragg

White & Case

Office Address: 200 S. Biscayne Boulevard, Suite 4900

Miami

, Florida, 33131

(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.

K. Lawrence Gragg
(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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12. Names and addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: Renato Jose Baiardi

Address: 201 Alhambra Circle, Suite 1400, Coral Gables, FL 33134

Director:

Vice Chairman: Luis Oswaldo Lopes Leite

Address: 201 Alhambra Circle, Suite 1400, Coral Gables, FL 33134

Director: Carlos Cesar da Silva Souza

Address: 201 Alhambra Circle, Suite 1400, Coral Gables, FL 33134

Director: Carlos Jorge Hupsel de Azevedo

Address: 201 Alhambra Circle, Suite 1400, Coral Gables, FL 33134

Directors continued on next page

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: Luis Oswaldo Lopes Leite

Address: 201 Alhambra Circle, Suite 1400, Coral Gables, FL 33134

Secretary

Vice President: Ricardo Antonio Pires de Sa e Moraes-Pinto

Address: 201 Alhambra Circle, Suite 1400, Coral Gables, FL 33134

Assistant

Secretary: Caetano R. Lopes

Address: 201 Alhambra Circle, Suite 1400, Coral Gables, FL 33134

Treasurer: Paul Elie Altit

Address: 201 Alhambra Circle, Suite 1400, Coral Gables, FL 33134

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

13. [Signature]
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Caetano R. Lopes, Assistant Secretary
(Typed or printed name and capacity of person signing application)

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12A. Directors (continued from previous page)

Director: Paul Elie Altit

Address: 201 Alhambra Circle, Suite 1400, Coral Gables, FL 33134

Director: Ricardo Antonio Pires de Sa e Moraes-Pinto

Address: 201 Alhambra Circle, Suite 1400, Coral Gables, FL 33134

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State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT RAIL DEVELOPMENT & CONSTRUCTION, 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 SIXTEENTH DAY OF OCTOBER, A.D. 1995.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE NOT HAVING BEEN LANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID RAIL DEVELOPMENT & CONSTRUCTION, INC. WAS INCORPORATED ON THE THIRTEENTH DAY OF OCTOBER, A.D. 1995.

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Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION:

DATE: 10-16-95

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