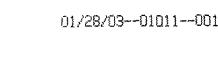
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Katherine Ca Beck
(Requestor's Name)
Aatherine G Beck (Requestor's Name) 2292-B Hampshire Was (Address)
(Address)
Tallahassee Fl 32309 (City/State/Zip/Phone #)
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ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name

The name of the Limited Liability Company is: Global Rail Consortium, LLC

ARTICLE II - Address

The mailing address and, if different, the street address of the principal office of the Limited Liability Company is:

2292-B Hampshire Way Tallahassee, FL 32309

ARTICLE III - Existence and Duration

The Limited Liability Company shall commence its existence on the date that these Articles of Organization are filed and its duration shall be perpetual.

ARTICLE IV - Management

The Limited Liability Company is to be managed by one or more managers and is therefore a manager-managed company.

ARTICLE V - Registered Agent

The name and street address of the initial registered agent of the Limited Liability Company is

Katherine G. Beck

Katherine G. Beck 2292-B Hampshire Way Tallahassee, EL 32309

(Dota)

(Date)

Name: Katherine G. Beck

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

REGISTERED AGENT ACCEPTANCE

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.

Katherine G. Beck

By: 1/27/03

Name: Katherine G. Beck

DIVISION OF CORPORATIONS