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EXAMINER

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RADIUS RAIL LOGISTICS, LLC

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**AMENDED AND RESTATED  
ARTICLES OF ORGANIZATION  
of  
RADIUS RAIL LOGISTICS, LLC**

Pursuant to Section 608.411, Florida Statutes, Radius Rail Logistics, LLC, a Florida limited liability company (the "*Company*"), adopts the following Articles of Amendment to its Articles of Organization:

**FIRST:** The date of filing of the Articles of Organization of the Company was August 21, 2006.

**SECOND:** The Amended and Restated Articles of Organization of the Company (the "*Amended and Restated Articles*") are set forth in EXHIBIT A.

**THIRD:** The Amended and Restated Articles of Organization were adopted by the consent of the sole member of the Company.

Signed this 11 day of June, 2008.

**RADIUS RAIL LOGISTICS, LLC,**  
a Florida limited liability company

**BY: CIRCUMFERENCE AMERICA, INC.,**  
a Florida corporation, its Manager

By:   
William M. Steele, President

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**EXHIBIT A****AMENDED AND RESTATED  
ARTICLES OF ORGANIZATION  
of  
RADIUS RAIL LOGISTICS, LLC****ARTICLE I****NAME AND ADDRESS**

The name of the limited liability company shall be Radius Rail Logistics, LLC (the "*Company*"). The mailing and street address of the principal address of the Company shall be 550 Balmoral Circle North, Suite 307, Jacksonville, Florida 32218.

**ARTICLE II****PURPOSES AND POWERS**

The general purpose for which this Company is organized is to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

**ARTICLE III****ADMISSION OF MEMBERS**

No additional members shall be admitted to the Company except with the unanimous written consent of the members of the Company.

**ARTICLE IV****TERMINATION OF EXISTENCE**

The Company shall not be dissolved upon the occurrence of any event that terminates the continued membership of a member in the Company, provided there is at least one remaining member. The Company shall be terminated and dissolved upon the consent of all of the members.

**ARTICLE V****MANAGER**

The Company shall be managed by one or more managers and is, therefore, a manager-managed limited liability company. The managers shall be elected in the manner set forth in the Operating Agreement of the Company. The managers shall hold the offices and have the responsibilities accorded to them by the members as set forth in the Operating Agreement. Until

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such manager resigns or is removed as provided in the Operating Agreement of the Company, the name and address of the manager shall be:

Circumference Amercia, Inc.  
550 Balmoral Circle North  
Suite 305  
Jacksonville, Florida 32218

**ARTICLE VI**

**DURATION**

The Company shall exist perpetually.

END OF DOCUMENT

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