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236 East 6th Avenue. Tallahassee, Florida 32303

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#### ARTICLES OF ORGANIZATION

OF

## MID WEST RAIL SOLUTIONS, LLC A FLORIDA LIMITED LIABILITY COMPANY

Pursuant to the provisions of Chapter 605, Florida

Statutes, as amended, the following are hereby adopted and filed as the Articles of Organization of this Florida limited liability company:

#### ARTICLE I - NAME

The name of this Company shall be:

Mid West Rail Solutions, LLC

#### ARTICLE II - INITIAL PRINCIPAL OFFICE

The initial principal place of business of the Company is:

570 Frisco Drive Fenton, Missouri 63026

The initial mailing address of the Company is:

1726 Kingsley Avenue Suite 28 Orange Park, Florida 32073



#### ARTICLE III - DURATION

The Company is to commence its existence on the date of filing of these Articles by the Secretary of the State of Florida. This Company shall exist perpetually.

#### ARTICLE IV - PURPOSE

This limited liability company is organized for the following purposes:

- (a) Railroad contractor for motor vehicle transportation; and
- (b) Pursuant to Section 605.0108, Florida Statutes, The transaction of any and all other lawful business for which limited liability companies may be organized, including but not limited to those powers enumerated in Section 605.0109, Florida Statutes, as amended, and the doing of all lawful things related thereto.

#### ARTICLE V - MANAGEMENT

This Company will be a Manager-managed Company and will be managed by two (2) Managers initially. The number of Managers may be increased or decreased by the Members from time to time, but shall never be less than one (1). Any and all powers and duties conferred or imposed upon the Manager(s), in addition to those contained in Chapter 605, Florida Statutes, as amended,

shall be pursuant to the provisions of the Operating Agreement of the Company or pursuant to a duly adopted resolution of the Members. The names and addresses of the initial Managers are:

Manager:

James R. Walker, Jr.

1726 Kingsley Avenue

Suite 28

Orange Park, Florida 32073

Manager:

Michael T. Williamson

1726 Kingsley Avenue

Suite 28

Orange Park, Florida 32073

#### ARTICLE VI - INITIAL REGISTERED AGENT AND OFFICE

The name of the initial registered agent and the street address of the initial registered agent of this Company is:

> James R. Walker, Jr. 1726 Kingsley Avenue Suite 28 Orange Park, Florida 32073

The Members may, by agreement, impose any reasonable ORD aint on the sale, conveyance, gifting, transfer, brance or alienation of Membership Interests restraint on the sale, conveyance, gifting, transfer, encumbrance or alienation of Membership Interests.

#### ARTICLE VIII - AMENDMENT

The Members reserve the right to alter, amend or repeal any provisions contained in these Articles of Organization, or to

adopt new provisions, and the method for same shall be contained in the Operating Agreement of the Company.

### ARTICLE IX - AUTHORIZED REPRESENTATIVE

The name and address of the person, authorized by the Members, who is signing these Articles of Organization is:

David A. King Attorney at Law 1416 Kingsley Avenue Orange Park, FL 32073

IN WITNESS WHEREOF, the undersigned authorized representative has executed these Articles of Organization, this 1st day of April, 2015.

David A. King, Attorney, as authorized representative of

the Members.

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## CERTIFICATE OF ACCEPTANCE OF REGISTERED AGENT FOR LIMITED LIABILITY COMPANY

Pursuant to Section 605.0113, Florida Statutes, the following is submitted:

Mid West Rail Solutions, LLC

desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Organization, has named as its Registered Agent to accept service of process within this State:

James R. Walker, Jr. 1726 Kingsley Avenue Suite 28 Orange Park, FL 32073

#### ACKNOWLEDGEMENT:

Having been named as Registered Agent to accept service of process for the above stated limited liability company, at the place designated in this Certificate, I hereby acknowledge that I am familiar with said laws of the State of Florida, and I hereby agree to act in this capacity, and I agree to comply with the provisions of said laws.

Tames R. Walker, Jr.