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FLORIDA LIMITED LIABILITY CO.
FEC LOGISTICS, LLC

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FEC LOGISTICS, LLC
ARTICLES OF ORGANIZATION

The undersigned, being a member or duly authorized representative of a member, desiring to form a limited liability company under the Florida Revised Limited Liability Company Act, Chapter 605, Florida Statutes, does hereby adopt the following Articles of Organization:

ARTICLE I — NAME:

The name of the limited liability company is FEC Logistics, LLC (the "Company").

ARTICLE II — ADDRESS:

The mailing address and street address of the Company's principal office is:

7411 Fullerton Street, Suite 300
Jacksonville, Florida 32256

ARTICLE III — COMMENCEMENT OF EXISTENCE:

The Company shall exist perpetually. The existence of the Company commences on July 1, 2016, unless the filing of these Articles of Organization occurs more than five (5) business days thereafter, in which event such existence commences on the date and at the time when these Articles of Organization are filed with the Florida Secretary of State.

ARTICLE IV — CONTINUATION OF LIMITED LIABILITY COMPANY:

So long as the Company continues to have at least one remaining member, the death, retirement, resignation, expulsion, bankruptcy, or dissolution of any member or the occurrence of any other event that terminates the continued membership of any member shall not cause the Company to be dissolved, and upon the occurrence of any such event, the Company shall be continued without dissolution. At any time there are no members, the Company is not dissolved and is not required to be wound up if, within one (1) year after the occurrence of the event that terminated the continued membership of the last remaining member, the personal representative or other legal representative of the last remaining member agrees in writing to continue the Company and agrees to the admission of the personal representative of such member or its nominee or designee to the Company as a member, effective as of the occurrence of the event that terminated the continued membership of the last remaining member.

ARTICLE V — REGISTERED AGENT AND OFFICE:

The name and street address of the Company's initial registered agent for service of process in the state is:

C T Corporation System
1200 South Pine Island Road
Plantation, Florida 33324

ARTICLE VI — MANAGEMENT AND AUTHORITY:

The Company shall be member-managed and shall be managed by its sole member, Florida East Coast Railway Corp., which is located at 7411 Fullerton Street, Suite 300, Jacksonville, Florida 32256.

Prepared by Edward S. Sarnowski
Florida Bar No. 59795
Holland & Knight LLP
#4716470 Laura St., Suite 3900
Jacksonville, FL 32202
904-353-2000

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IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on July 1, 2016.



Edward S. Sarnowski
Authorized Representative of Member

Prepared by Edward S. Sarnowski

Florida Bar No. 59795

Holland & Knight LLP

50 N. Laura St., Suite 300

Jacksonville, FL 32202

904-353-2000

#471438 [Signature Page to Articles of Organization of FEC Logistics, LLC]

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ACCEPTANCE OF REGISTERED AGENT

The undersigned agrees to act as registered agent for the Company named above, to accept service of process at the place designated in these Articles of Organization, and to comply with the provisions of Chapter 605, Florida Statutes, and the undersigned acknowledges that it is familiar with, and accepts, the obligations of such position.

Date: July 1, 2016

C T CORPORATION SYSTEM

By: 
Name: **Angel Nunez**
Title: **Assistant Secretary**