

MI90000009308

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

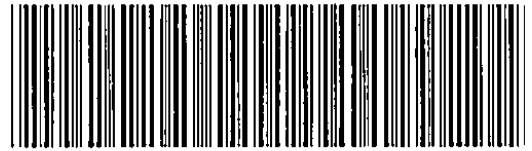
(Business Entity Name)

(Document Number)

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# CT CORP

3458 Lakeshore Drive, Tallahassee, FL 32312  
850-656-4724

Date: 9/26/2019

Acc#120160000072

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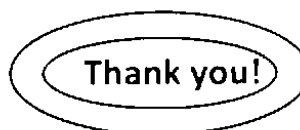
Name:	GLOBAL RAIL MANAGEMENT LLC
Document #:	
Order #:	12213013

Certified Copy of Arts & Amend:	<input type="checkbox"/>	
Plain Copy:	<input type="checkbox"/>	
Certificate of Good Standing:	<input type="checkbox"/>	
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Apostille/Notarial Certification:	<input type="checkbox"/>	
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Ref# _____

Amount: \$	155.00
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COVER LETTER

TO: Registration Section  
Division of Corporations

SUBJECT: GLOBAL RAIL MANAGEMENT LLC  
Name of Limited Liability Company

The enclosed "Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida," Certificate of Existence, and check are submitted to register the above referenced foreign limited liability company to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Michael J. Perlowski

Name of Person

Mayer Brown LLP

Firm/Company

71 South Wacker Drive

Address

Chicago, Illinois 60606

City/State and Zip Code

domma.marks@railpartners.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Michael J. Perlowski at (312) 701.7186  
Name of Contact Person Area Code Daytime Telephone Number

MAILING ADDRESS:

Division of Corporations  
Registration Section  
P.O. Box 6327  
Tallahassee, FL 32314

STREET ADDRESS:

Division of Corporations  
Registration Section  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

Enclosed is a check for the following amount:

Please make check payable to: FLORIDA DEPARTMENT OF STATE

☐ \$125.00 Filing Fee

☐ \$130.00 Filing Fee &  
Certificate of Status

☒ \$155.00 Filing Fee &  
Certified Copy

☐ \$160.00 Filing Fee, Certificate  
of Status & Certified Copy

2019 SEP 26 PM 1:16

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 605.0902, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. GLOBAL RAIL MANAGEMENT LLC  
(Name of Foreign Limited Liability Company, must include "Limited Liability Company," "L.L.C.," or "LLC.")

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida. The alternate name must include "Limited Liability Company," "L.L.C.," or "LLC.")

2. Delaware  
(Jurisdiction under the law of which foreign limited liability company is organized)

3. \_\_\_\_\_  
(FEI number, if applicable)

4. \_\_\_\_\_  
(Date first transacted business in Florida, if prior to registration.)  
(See sections 605.0904 & 605.0905, F.S. to determine penalty liability)

5. Boca Center, Tower 1  
(Street Address of Principal Office)

6. Boca Center, Tower 1  
(Mailing Address)

5200 Tower Center Circle, Suite 550

5200 Tower Center Circle, Suite 550

Boca Raton, Florida 33486

Boca Raton, Florida 33486

7. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: C T Corporation System

Office Address: 1200 South Pine Island Road

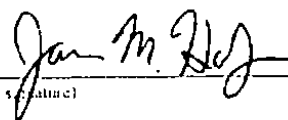
Plantation, Florida 33324  
(City) (Zip code)

Registered agent's 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 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.

By: C T Corporation System

(Registered agent's signature)



James M. Halpin  
Assistant Secretary

2019 SEP 26 PM 1:16

8. For initial indexing purposes, list names, title or capacity and addresses of the primary members/managers or persons authorized to manage [up to six (6) total]:

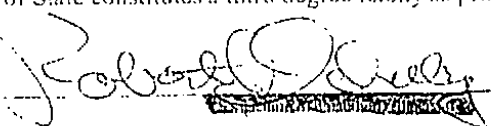
<u>Title or Capacity:</u>	<u>Name and Address:</u>	<u>Title or Capacity:</u>	<u>Name and Address:</u>
<input type="checkbox"/> Manager	Name: <u>Boca Equity Partners, LLC</u>	<input type="checkbox"/> Manager	Name: <u>Bennett Marks</u>
<input checked="" type="checkbox"/> Member	Address: <u>Boca Center, Tower 1</u>	<input type="checkbox"/> Member	Address: <u>Boca Center, Tower 1</u>
<input type="checkbox"/> Authorized	<u>5200 Tower Center Circle, Ste. 550</u>	<input type="checkbox"/> Authorized	<u>5200 Tower Center Circle, Ste. 550</u>
Person	<u>Boca Raton, Florida 33486</u>	Person	<u>Boca Raton, Florida 33486</u>
<input type="checkbox"/> Other _____	<input type="checkbox"/> Other _____	<input checked="" type="checkbox"/> Other <u>Executive VP</u>	<input type="checkbox"/> Other _____
<input type="checkbox"/> Manager	Name: <u>Robert I. Schellig</u>	<input type="checkbox"/> Manager	Name: <u>Gary O. Marino</u>
<input type="checkbox"/> Member	Address: <u>Boca Center, Tower 1</u>	<input type="checkbox"/> Member	Address: <u>Boca Center, Tower 1</u>
<input type="checkbox"/> Authorized	<u>5200 Tower Center Circle, Ste. 550</u>	<input type="checkbox"/> Authorized	<u>5200 Tower Center Circle, Ste. 550</u>
Person	<u>Boca Raton, Florida 33486</u>	Person	<u>Boca Raton, Florida 33486</u>
<input checked="" type="checkbox"/> Other <u>Sr. VP/GC</u>	<input type="checkbox"/> Other _____	<input checked="" type="checkbox"/> Other <u>President/CEO</u>	<input type="checkbox"/> Other _____
<input type="checkbox"/> Manager	Name: _____	<input type="checkbox"/> Manager	Name: _____
<input type="checkbox"/> Member	Address: _____	<input type="checkbox"/> Member	Address: _____
<input type="checkbox"/> Authorized	_____	<input type="checkbox"/> Authorized	_____
Person	_____	Person	_____
<input type="checkbox"/> Other _____	<input type="checkbox"/> Other _____	<input type="checkbox"/> Other _____	<input type="checkbox"/> Other _____

2019 SEP 26 PM 1:16

Important Notice: Use an attachment to report more than six (6). The attachment will be imaged for reporting purposes only. Non-indexed individuals may be added to the index when filing your Florida Department of State Annual Report form.

9. Attached is a certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (If the certificate is in a foreign language, a translation of the certificate under the law of the translator must be submitted)

10. This document is executed in accordance with section 605.0203 (1) (b), Florida Statutes. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.



Robert I. Schellig, Senior Vice President and General Counsel

Typed or printed name of signer

# Delaware

Page 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GLOBAL RAIL MANAGEMENT LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-SIXTH DAY OF SEPTEMBER, A.D. 2019.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN ASSESSED TO DATE.



7604551 8300

SR# 20197239191

You may verify this certificate online at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

A handwritten signature in black ink, appearing to read "JB", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed.

Authentication: 2036730

Date: 09-26-