

FILE NOW: FILING FEE AFTER MAY 1ST IS \$550.00

**FILED**  
**May 10, 1999 8:00 am**  
**Secretary of State**

05-10-1999 90241 022 \*\*\*150.00

<b>PROFIT CORPORATION ANNUAL REPORT 1999</b>		<b>FLORIDA DEPARTMENT OF STATE</b> <b>Katherine Harris</b> Secretary of State DIVISION OF CORPORATIONS
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**DOCUMENT # P02016**

1. Corporation Name  
**TTX COMPANY/ACORN DIVISION**

Principal Place of Business  
**101 NORTH WACKER DRIVE  
CHICAGO IL 60606**

Mailing Address  
**101 NORTH WACKER DRIVE  
CHICAGO IL 60606**

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified

**05/14/1984**

4. FEI Number

**23-1554199**

Applied For  
☐ Not Applicable

5. Certificate of Status Desired ☐

**\$8.75** Additional  
Fee Required

6. Election Campaign Financing  
Trust Fund Contribution ☐

**\$5.00** May Be  
Added to Fees

8. This corporation owes the current year Intangible  
Personal Property Tax. ☐ Yes ☐ No

2. Principal Place of Business

2a. Mailing Address

Suite, Apt. #, etc.

Suite, Apt. #, etc.

City & State

City & State

Zip

Country

Zip

Country

9. Name and Address of Current Registered Agent

10. Name and Address of New Registered Agent

**CT CORPORATION SYSTEM  
1200 S. PINE ISLAND ROAD  
PLANTATION FL 33324**

81 Name

82 Street Address (P.O. Box Number is Not Acceptable)

83

84 City

**FL**

85 Zip Code

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE

Signature, typed or printed name of registered agent and title if applicable.

(NOTE: Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

TITLE ☐ DELETE  
NAME **PD**  
STREET ADDRESS **BURTON, R.C. JR**  
CITY-ST-ZIP **101 NORTH WACKER DRIVE  
CHICAGO IL**

1.1 TITLE ☐ Change ☐ Addition  
1.2 NAME  
1.3 STREET ADDRESS  
1.4 CITY-ST-ZIP

TITLE ☐ DELETE  
NAME **V**  
STREET ADDRESS **LOGAN, H.V.**  
CITY-ST-ZIP **101 NORTH WACKER DRIVE  
CHICAGO IL**

2.1 TITLE ☐ Change ☐ Addition  
2.2 NAME  
2.3 STREET ADDRESS  
2.4 CITY-ST-ZIP

TITLE ☐ DELETE  
NAME **V**  
STREET ADDRESS **REARDON, A F**  
CITY-ST-ZIP **101 NORTH WACKER DRIVE  
CHICAGO IL**

3.1 TITLE ☐ Change ☐ Addition  
3.2 NAME  
3.3 STREET ADDRESS  
3.4 CITY-ST-ZIP

TITLE ☐ DELETE  
NAME **T**  
STREET ADDRESS **MARION, T.D.**  
CITY-ST-ZIP **101 NORTH WACKER DRIVE  
CHICAGO IL**

4.1 TITLE ☐ Change ☐ Addition  
4.2 NAME  
4.3 STREET ADDRESS  
4.4 CITY-ST-ZIP

TITLE ☐ DELETE  
NAME **S**  
STREET ADDRESS **TODD, W. F.**  
CITY-ST-ZIP **101 NORTH WACKER DRIVE  
CHICAGO IL**

5.1 TITLE ☐ Change ☐ Addition  
5.2 NAME  
5.3 STREET ADDRESS  
5.4 CITY-ST-ZIP

TITLE ☒ DELETE  
NAME **D**  
STREET ADDRESS **HARRISON, E.H.**  
CITY-ST-ZIP **455 NORTH CITYFRONT PLAZA DRIVE  
CHICAGO IL**

6.1 TITLE ☐ Change ☒ Addition  
6.2 NAME **D**  
6.3 STREET ADDRESS **CONLEY, P.A.**  
6.4 CITY-ST-ZIP **1416 DODGE STREET  
OMAHA NE 68179**

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address, with all other like empowered.

SIGNATURE:

  
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

04/27/99

(312) 853-3223

Date

Daytime Phone #

CR2E034 (1/198)

0529514

TTX COMPANY AND RAILBOX COMPANY  
BOARDS OF DIRECTORS AND OFFICERS

537-854-4241-22

PO 2016

(As of 2/1/99)  
(Changes in Bold)

(See Page 3 for Voting List)  
(See Page 4 for Committee Listings)  
(See Page 5 for List of Officer)

DIRECTORS

R.C. Burton, Jr.  
(Ray)

President and Chief Exec. Officer  
TTX Company  
101 N. Wacker Drive  
Chicago, IL 60606 312/984-3728

A.K. Chaudhuri  
(Asok)

Vice President - Planning & Analysis  
Finance Dept.  
CSX Transportation, Inc.  
500 Water Street, J-210  
Jacksonville, FL 32202 904/366-5093

P.A. Conley  
(Paul)

Vice President-Premium Products  
Union Pacific RR Co.  
1416 Dodge Street  
Omaha, NE 68179 402/271-4229

S.C. Littzen  
(Craig)

Vice President-Intermodal  
Canadian National Intermodal  
7450 Torbram Road  
Mississauga, Ontario L4T 1G9  
Canada 905/673-4500

J. Hugh MacDiarmid  
(Hugh)

Executive Vice President - Commercial  
Canadian Pacific Railway  
Suite 500, Gulf Canada Square  
401 - 9th Avenue, S.W.  
Calgary, Alberta T2P 4Z4  
Canada 403/319-7520

TTX and Railbox  
Boards of Directors (continued)

537854-9024-22  
P02016

J.D. McPherson (John)	President & Chief Exec. Officer Illinois Central Railroad 455 North Cityfront Plaza Drive Chicago, IL 60611 312/755-7800
C.L. Schultz (Chuck)	Sr. Vice President-Intermodal & Automotive Burlington Northern Santa Fe Railway 2650 Lou Menk Drive P. O. Box 961034 Fort Worth, TX 76161-0056 817/352-6800
V.W. Short (Vaughn)	Vice President-Intermodal Business Unit Kansas City Southern Railway Co. 114 West 11th Street Kansas City, MO 64105 816-983-1305
T.F. Steiniger (Tom)	<b>President</b> Guilford Rail System Iron Horse Park N. Billerica, MA 01862 978/663-1175
S.C. Tobias (Steve)	<b>Vice Chairman &amp; Chief Oper. Officer</b> Norfolk Southern Corporation Three Commercial Place Norfolk, VA 23510-2191 757-629-2390
G.A. Tonsager (Gene)	Senior Vice President- Marketing and Sales Florida East Coast Railway Co. One Malaga Street St. Augustine, FL 32084 904/826-2205
G.P. Turner (George)	Senior Vice President - Merger Consolidation Conrail Inc. 2001 Market Street, 17-S (P.O. Box 41409) Philadelphia, PA 19103 215/209-4094

TTX COMPANY  
RAILBOX COMPANY  
RAILCON COMPANY  
OFFICERS

531824-9044-22  
PO2016

R.C. Burton, Jr.	President and Chief Executive Officer
R.S. Kulick	Senior Vice President-Equipment
H.V. Logan	Senior Vice President-Fleet Management
M.S. Barry	Vice President-Information Technology
D.C. Cole	Vice President-Business & Market Planning
A.F. Reardon	Vice President-Law & Human Resources
R.E. Zimmerman	Vice President & Chief Financial Officer
W.F. Todd, Jr.	Corporate Secretary and Assistant to the President
T.D. Marion	Treasurer
F.J. Previti	Controller
A.J. Barton	Director-Equipment Financing, Assistant Treasurer and Assistant Secretary