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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OCT 27 2008
D.A. WHITE

JUDY A. ROMANO
Attorney at Law
6719 Winkler Road, Suite 110
Fort Myers, Florida 33919
(239) 437-5378
FAX (239) 437-5379

October 23, 2008

VIA FEDERAL EXPRESS

Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

Re: Xpress Railroad Car Salvage, Inc.

Dear Sir or Madam:

Enclosed please find the original Articles of Incorporation for the above-referenced corporation. Please file the original and confirm such filing in writing at your earliest convenience.

A check in the amount of \$70.00 is enclosed for the filing fee.

Please contact me if you have questions or require additional information.

Thank you for your assistance.

Very truly yours,

A handwritten signature in black ink, appearing to read 'Judy A. Romano', with a long horizontal line extending to the right.

Judy A. Romano

Enclosures

cc: Mr. Richard Ukolowicz

**ARTICLES OF INCORPORATION
OF
XPRESS RAILROAD CAR SALVAGE, INC.**

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purposes of forming a corporation under Section 607.0202 of the Florida Business Corporation Act, does hereby certify as follows:

ARTICLE I

Corporate Name and Address

The name of the Corporation is Xpress Railroad Car Salvage, Inc., and the mailing address of the Corporation is 6731 Winkler Road, A-107, Fort Myers, Florida 33919.

ARTICLE II

Corporate Purpose

The Corporation is organized to transact any and all lawful business authorized by the Florida Business Corporation Act.

ARTICLE III

Authorized Stock

The aggregate number of shares of the Corporation shall be 1,000, all of which are to be voting common stock having a par value of \$1.00 per share.

ARTICLE IV

Registered Office and Registered Agent

The street address of the initial registered office of the Corporation in the State of Florida shall be 1300 West Magnolia, Arcadia, Florida 34266. The name of the initial registered agent of the Corporation at the registered office shall be Richard Ukolowicz.

ARTICLE V

Initial Board of Directors

The initial Board of Directors of the Corporation shall be comprised of three people. The Directors shall be elected annually in accordance with the By-laws. The number of Directors may be increased or decreased from time to time in accordance with the By-laws, but shall never be less than one. The name and address of the initial Directors to hold office until the first annual meeting of the Board of Directors, and until successors shall have been elected and qualify, are as follows:

**Raymond G. Roth, Jr.
9486 Palm Island Circle
North Fort Myers, Florida 33903**

**Jacqueline Y. Fancy
6731 Winkler Road, A-107
Fort Myers, Florida 33919**

**Richard Ukolowicz
6731 Winkler Road, A-107
Fort Myers, Florida 33919**

ARTICLE VI

Incorporator

The name and address of the Incorporator of the Corporation is:

**Richard Ukolowicz
6731 Winkler Road, A-107
Fort Myers, Florida 33919**

ARTICLE VII

Commencement of Existence

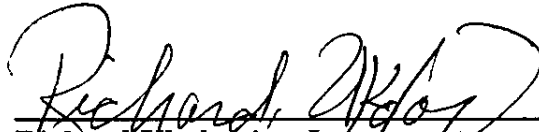
The Corporation shall be deemed to commence on the date of filing of the Articles of Incorporation.

ARTICLE VIII

Duration

The term of existence of the Corporation is perpetual.

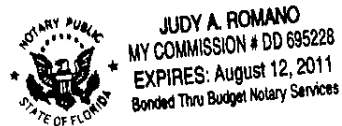
IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation this 23rd day of October, 2008.


Richard Ukolowicz, Incorporator

STATE OF FLORIDA
COUNTY OF LEE

The foregoing instrument was acknowledged before me this 23rd day of October, 2008, by Richard Ukolowicz, who is personally known to me.


Notary Public
My Commission Expires:



CERTIFICATE DESIGNATING REGISTERED AGENT AND OFFICE

Xpress Railroad Car Salvage, Inc., in compliance with Section 48.091, Florida Statutes, submits the following:

Xpress Railroad Car Salvage, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in Arcadia, DeSoto County, Florida, has named Richard Ukolowicz as its registered agent to accept service of process within Florida.

**Xpress Railroad Car Salvage, Inc.,
a Florida corporation,**

By: Richard Ukolowicz
Richard Ukolowicz, Incorporator

Date: 10/23/08

ACCEPTANCE OF REGISTERED AGENT

FOR

XPRESS RAILROAD CAR SALVAGE, INC.

I, Richard Ukolowicz, having been named to accept service of process for Xpress Railroad Car Salvage, Inc., at the place designated in the Articles of Incorporation, hereby accept the obligations of a registered agent under the Florida Business Corporation Act.

Richard Ukolowicz
Richard Ukolowicz
10/23/08
Date

FILED
2009 OCT 24 PM 4:01
CLERK OF STATE
TALLAHASSEE, FLORIDA