

P94000003451

ARTICLES OF MERGER
Merger Sheet

MERGING:

200003672242--7

QUANTUM RAIL SERVICES, INC., a Florida corporation, P94000003451

TRANSERVE, INC., a Kansas corporation not qualified in Florida

WATCO SWITCHING, INC., a Washington corporation not qualified in Florida

FASTRAC RAILROAD SERVICES, INC., a Kansas corporation not qualified in
Florida

into

WATCO COMPANIES, INC., a Kansas entity F01000000304

File date: February 2, 2001

Corporate Specialist: Velma Shepard