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**May 08 1997 8:00am
Secretary of State**

PROFIT CORPORATION ANNUAL REPORT 1997



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # P95000061932 (6)

1. Corporation Name
RAIL ENVIRONMENTAL SERVICES, INC.



Principal Place of Business: **917 NE JENSEN BEACH BOULEVARD JENSEN BEACH FL 34957**

Mailing Address: **917 NE JENSEN BEACH BOULEVARD JENSEN BEACH FL 34957-4703**

3. Date Incorporated or Qualified: **08/10/1995**

3a. Date of Last Report: **04/25/1996**

4. FEI Number: **65-0600425**

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 has liability for intangible tax under s. 199.032, Florida Statutes: Yes No

2. Principal Place of Business

2a. Mailing Address

21 Suite, Apt #, etc

22 City & State

23 Zip Country

24 Zip Country

9. Name and Address of Current Registered Agent

**VELING, GORDON H
917 NE JENSEN BEACH BOULEVARD
JENSEN BEACH FL 34957**

10. Name and Address of New Registered Agent

81 Name

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

83

84 City

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: *Gordon H. Veling* **GORDON H. VELING** DATE: **4/29/97**

12. OFFICERS AND DIRECTORS

DELETE

TITLE: **D**

NAME: **CONTE, RONALD**

STREET ADDRESS: **391 NE TOWN TERRACE**

CITY-ST-ZIP: **JENSEN BEACH FL 34957**

TITLE: **D**

NAME: **BALZER, JOHN**

STREET ADDRESS: **1500 NE 35TH STREET**

CITY-ST-ZIP: **JENSEN BEACH FL 34957**

TITLE: **D**

NAME: **VELING, GORDON H**

STREET ADDRESS: **2335 NW BAY COLONY DRIVE**

CITY-ST-ZIP: **STUART FL 34994**

TITLE: DELETE

NAME:

STREET ADDRESS:

CITY-ST-ZIP:

TITLE: DELETE

NAME:

STREET ADDRESS:

CITY-ST-ZIP:

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

Change Addition

1.1 TITLE

1.2 NAME

1.3 STREET ADDRESS

1.4 CITY-ST-ZIP

2.1 TITLE

2.2 NAME

2.3 STREET ADDRESS

2.4 CITY-ST-ZIP

3.1 TITLE

3.2 NAME

3.3 STREET ADDRESS

3.4 CITY-ST-ZIP

4.1 TITLE

4.2 NAME

4.3 STREET ADDRESS

4.4 CITY-ST-ZIP

5.1 TITLE

5.2 NAME

5.3 STREET ADDRESS

5.4 CITY-ST-ZIP

6.1 TITLE

6.2 NAME

6.3 STREET ADDRESS

6.4 CITY-ST-ZIP

500002184255

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*****165.00**

14. I do 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.

SIGNATURE: *Gordon H. Veling* **GORDON H. VELING** DATE: **4/29/97** Daytime Phone: **561-334-2151**

PR2E034 (9/96)