2005 FOR PROFIT CORPORATION REINSTATEMENT

DOCUMENT# V68534

Entity Name: TRI-RAIL INC.

FILED Apr 29, 2005 Secretary of State

Current Principal Place of Business: New Principal Place of Business:

2948 NW 59TH ST MIAMI, FL 33142

Current Mailing Address: New Mailing Address:

2948 NW 59TH ST MIAMI, FL 33142

FEI Number: 65-0359707 FEI Number Applied For () FEI Number Not Applicable () Certificate of Status Desired ()

Name and Address of Current Registered Agent: Name and Address of New Registered Agent:

 KREUTZER, FRANKLIN D
 KNOWLES, LAVERIA A CPA

 3041 NW 7TH ST #100
 P.O. BOX 540164

 MIAMI, FL 33125
 US

 LAKE WORTH, FL 334540164
 US

The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

SIGNATURE: LAVERIA A. KNOWLES 04/29/2005

Electronic Signature of Registered Agent Date

In accordance with s. 607.193(2)(b), F.S., the corporation did not receive the prior notice.

Election Campaign Financing Trust Fund Contribution ().

OFFICERS AND DIRECTORS:

ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS:

Title: P () Delete Title: P (X) Change () Addition

 Name:
 WILLINGHAM, A
 Name:
 WILLINGHAM, ALPHE

 Address:
 2948 NW 59 STR
 Address:
 2948 NW 59 STREET

 City-St-Zip:
 MIAMI, FL
 331422251 US

I hereby certify that the information supplied with this filing does not qualify for the for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this report or supplemental report is true and accurate and that my electronic 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 above, or on an attachment with an address, with all other like empowered.

SIGNATURE: ALPHE WILLINGHAM P 04/29/2005