

DEPT-01 RECORDING \$15.30  
T#1111 TRAN 7771 07/07/87 15:41:00  
#7889 # A \* -87-373307  
COOK COUNTY RECORDER

**Whereas,** APPLICATION FOR CERTIFICATE OF AUTHORITY TO TRANSACT BUSINESS IN THIS STATE OF

ABC RAIL CORPORATION

INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE HAS BEEN FILED IN THE OFFICE OF THE SECRETARY OF STATE AS PROVIDED BY THE BUSINESS CORPORATION ACT OF ILLINOIS, IN FORCE JULY 1, A.D. 1984.

*Now Therefore, I, Jim Edgar, Secretary of State of the State of Illinois, by virtue of the powers vested in me by law, do hereby issue this certificate and attach hereto a copy of the Application of the aforesaid corporation.*

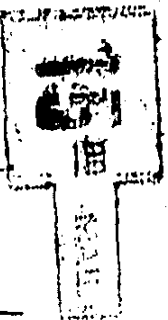
*In Testimony Whereof, I hereto set my hand and cause to be affixed the Great Seal of the State of Illinois,*

*at the City of Springfield, this 30th day of June AD 19 87, and of the Independence of the United States the two hundred and 11th*



*Jim Edgar*  
SECRETARY OF STATE

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BCA-13.15 (Rev. Jul. 1984)

17373307 File #

Submit in Duplicate

JIM EDGAR  
Secretary of State  
State of Illinois

Remit payment in Certified Check,  
Cashiers' Check or a Money Order,  
payable to "Secretary of State".  
**DO NOT SEND CASH!**

## APPLICATION FOR CERTIFICATE OF AUTHORITY TO-TRANSACTION BUSINESS IN ILLINOIS

This Space For Use By Secretary of State	
Date	6-30-87
License Fee	\$ 293.24
Franchise Tax	\$ 566.49
Filing Fee	\$ 75.00
Penalties	\$
Clerk	B # 924.73

Pursuant to the provisions of "The Business Corporation Act of 1983", the undersigned corporation hereby applies for a certificate of authority to transact business in the State of Illinois and submits the following statement.

1. The name of the corporation is ABC RAIL CORPORATION  
(Shall contain the word "corporation", "company", "incorporated";

or "limited"; or shall contain an abbreviation of one of such words)

(To be completed only if the corporate name is not available)

and, the name which it elects to assume for use in Illinois, hereby agreeing NOT to use its corporate name in the transaction of business in Illinois, is N/A

2. State or Country of Incorporation Delaware; Date of Incorporation 2/24/87; Period of Duration perpetual

3. The address of its principal office, wherever located, is 200 S. Michigan Avenue;  
Chicago, Illinois 60604

and the address of its principal office in Illinois is 200 S. Michigan Avenue;  
Chicago, Illinois 60604

4. The name and address of its registered agent and its registered office in Illinois are:

Registered Agent CT Corporation System  
First Name Middle Name Last Name

Registered Office 208 South LaSalle Street  
Number Street Suite # (A P.O. box alone is not acceptable)  
Chicago 60604 Cook  
City Zip Code County

5. The states and countries in which it is admitted or qualified to transact business are:

Deleware

6. The names and respective residential addresses of its officers and directors are:

	No. & Street	City	State	Zip
President Glenn E. Stinson	1440 N. State Pkwy; Apt 14B	Chicago, IL.		60610
Secretary James F. Hinel	10 Highfield Lane	Wayne, Pa.		19087
<del>1501 Secretary Ned M. Cole, Jr.</del>	<del>3315 Lakewood Court</del>	<del>Glenview, IL</del>		<del>60025</del>
Director Glenn E. Stinson	1440 N. State Pkwy; Apt 14B	Chicago, IL.		60610
Director				
Director				

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7. The purpose or purposes for which it is organized and which it proposes to pursue in the transaction of business in this State are:

If not sufficient space to cover this point, add one or more sheets of this size

The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware to the extent permitted by the Illinois Business Corporation Act.

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8. The number of shares which it is authorized to issue and which it has issued are: 9 7 7 7 3 3 0 7

Class	* Par Value	Number of Shares Authorized	Number of Shares Issued
Common	\$1.00 per share	1,000	277 <sup>21</sup> /27

\* A declaration as to a "par value" is optional, unless the articles of incorporation make a declaration. When no reference to par value is desired, indicate "n/a".

9. The amount of paid-in capital\*\* is ..... \$ 750,000

\*\* "Paid-in Capital" replaces the terms Stated Capital & Paid-in Surplus and is equal to the total of these accounts.

(COMPLETE EITHER #10 or #11 below)

10.  The corporation elects to pay its license fees and its franchise taxes on the basis of 100% of its paid-in capital.
11. (a) —Give an estimate of the total value of all the property of the corporation for the following year \$ 53,326,000
- (b) —Give an estimate of the total value of all the property of the corporation for the following year that will be located in Illinois \$ 6,512,000
- (c) —State the estimated total business of the corporation to be transacted by it everywhere for the following year \$ 138,000,000
- (d) —State the estimated annual business of the corporation to be transacted by it at or from places of business in the State of Illinois \$ 36,267,000

## 12. INTERROGATORIES

- \*\*\* (a) To what office or offices will all contracts with the corporation be forwarded for final acceptance?  
200 S. Michigan Avenue, Chicago, Illinois 60604
- (b) The number of shares of all classes owned by residents of Illinois is:
- (c) 223 and 9/117 shares  
The number of shares of all classes owned by non-residents of Illinois is:
- (d) 54 and 82/117 shares  
Is the corporation transacting business in this State at this time?  
No
- (e) If your answer is in the affirmative, state the exact date on which it commenced to transact business in Illinois:

13. This application is accompanied by a copy of the articles of incorporation, as amended, duly authenticated by the proper officer of the State or Country wherein it is incorporated, which certification is not more than ninety (90) days old.

• PROPERTY as used in this application shall apply to all property of the corporation, real, personal, tangible, intangible, or mixed without qualifications.

\*\*\* When the response to #12(a) lists ONLY an Illinois address, then the total business as reflected in #11(c) is also considered to be an Illinois business for the purpose of computing the Illinois allocation factor. By signing this application, the corporation affirms that it is aware that the amount of paid-in capital, and consequently the amount of license fees and franchise taxes, may be proportionately higher due to the Illinois address shown under #12(a).

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The undersigned corporation has caused this statement to be signed by its duly authorized officers, each of whom affirm, under penalties of perjury, that the facts stated herein are true.

Dated June 26, 19 87

ABC Rail Corporation

(Exact Name of Corporation)

attested by Ned M. Cole, Jr.  
(Signature of Secretary or Assistant Secretary)

by Glenn E. Stinson  
(Signature of President)

Ned M. Cole, Jr. / Asst. Sec.  
(Type or Print Name and Title)

Glenn E. Stinson, President  
(Type or Print Name and Title)

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Form BCA-13.15

File No.

**APPLICATION FOR CERTIFICATE  
OF AUTHORITY TO  
TRANSACTION BUSINESS IN ILLINOIS**

Filing Fee \$75.00 plus applicable license fee  
and franchise tax

**FILED**

JUN 30 1987

**JIM EDGAR**  
Secretary of State

RETURN TO:

Corporation Department  
Secretary of State  
Springfield, Illinois 62756  
Telephone 217 — 782-6961



Charles P. Griffith  
1240 West 11th Street  
Chicago, IL 60607  
773-990-0000