

State of Idaho

Department of State

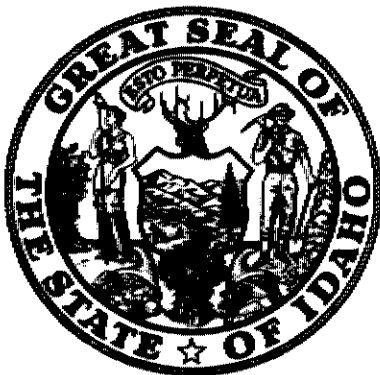
CERTIFICATE OF INCORPORATION OF

THE RAILNET CORPORATION

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of the above named corporation, duly signed pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: December 20, 1988



Pete T. Cenarrusa

SECRETARY OF STATE

by: *Angie Hales*

ARTICLES OF INCORPORATION

OF

THE RAILNET CORPORATION

DEC 20 11 54 AM '00
SECRETARY OF STATE

The undersigned corporation, pursuant to the Idaho Business Corporation Act, as amended, hereby adopts the following Articles of Incorporation:

FIRST: Name: The name of this corporation is The Railnet Corporation.

SECOND: Duration: The period of duration of this corporation is perpetual.

THIRD: Purposes: The purposes for which this corporation is organized is to engage in any lawful act or activity for which corporations may be organized under the Idaho Business Corporation Act, presently or as hereafter enacted, except banking or insurance.

And, to do each and everything necessary, suitable, or proper for the accomplishment of any of the purposes or the attainment of any one or more of the purposes herein enumerated, or which may at any time appear conducive to or expedient for protection or benefit of this corporation, and to do said acts as fully and to the same extent as natural persons might, or could do, in any part of the world as principals, agents, partners, trustees, or otherwise, either alone or in conjunction with any other person, association, or corporation.

The foregoing clauses shall be construed both as purposes and powers and shall not be held to limit or restrict in any manner the general powers of the corporation, and the enjoyment and exercise thereof, as conferred by the laws of the State of Idaho; and it is the intention that the purposes and powers specified in each of the paragraphs of this Article Third shall be regarded as independent purposes and powers.

FOURTH: Shares: The aggregate number of shares which this corporation shall have authority to issue is 50,000 shares of common stock having no par value.

FIFTH: Non-Assessable: The capital stock of this corporation is and shall be non-assessable.

SIXTH: Directors: The number of directors of this corporation constituting the Board of Directors of this corporation shall not be more than five (5). The initial Board of Directors shall consist of one (1) person and the name and address of the person who is to serve as the initial director until the first meeting of the shareholders or until any successors are elected and qualified is:

<u>Name</u>	<u>Address</u>
Jeffrey M. Langan	3413 Sunset Avenue Boise, Idaho 83703

SEVENTH: Limited Liability: All directors of this corporation are entitled to all benefits of limited personal liability as allowed by §30-1-54 (2), Idaho Code.

EIGHTH: Registered Office and Registered Agent:

The initial registered office of this corporation is:

3413 Sunset Avenue
Boise, Idaho 83703

The initial registered agent of this corporation at such address is:

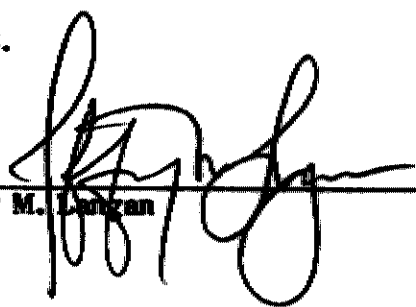
Jeffrey M. Langan

NINTH: Incorporator: The name and address of the incorporator are:

Jeffrey M. Langan
3413 Sunset Avenue
Boise, Idaho 83703

DATED this 20th day of ~~October~~ ^{December}, 1988.

Jeffrey M. Langan



STATE OF IDAHO)
) ss.
County of Ada)

On this _____ day of October, 1988, before me, the undersigned, a Notary Public for the State of Idaho, personally appeared Jeffrey M. Langan, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he executed the same, and the statements therein contained are true.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year in this certificate first above written.

(Notarial Seal)

Notary Public for the State of Idaho
Residing at _____
My Commission Expires _____

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