




<b>No. C 136271</b>	<b>Due no later than November 30, 2008</b> <b>Annual Report Form</b>	<b>2. Registered Agent and Office NO PO BOX</b>  CORPORATION SERVICE COMPANY 1401 SHORELINE DR STE 2 BOISE, ID 83702
<b>Return to:</b> SECRETARY OF STATE 450 NORTH FOURTH STREET PO BOX 83720 BOISE, ID 83720-0080  <b>NO FILING FEE IF          RECEIVED BY DUE DATE</b>	<b>1. Mailing Address - Correct in this box, if applicable</b>  RAILWORKS TRACK SYSTEMS, INC. 5 PENN PLAZA 12TH FL NEW YORK, NY 10001	<b>3. <u>New</u> Registered Agent Signature</b>

**4. Corporations: Enter Names and Business Addresses of President, Secretary and Directors.**

Office held	Name	Street or P.O. Address	City	State	Zip
PRESIDENT	JOHN F. AUGUST	5 PENN PLAZA 12TH FL	NEW YORK,	NY	10001
SECT. TRS + SUP	GENE CELLINI	5 PENN PLAZA 12TH FL	NEW YORK,	NY	10001
DIRECTORS	JEFFREY M. LEVY	5 PENN PLAZA 12TH	NEW YORK,	NY	10001

<b>5. Organized Under the Laws of:</b>  NEVADA C 136271	<table style="width: 100%;"> <tr> <td style="width: 50%;"> <b>6. Signature</b>  </td> <td style="width: 50%;"> <b>Date</b> 9/19/08         </td> </tr> <tr> <td> <b>Name</b> (Typed or Printed) GENE CELLINI         </td> <td> <b>Title</b> SVP-SELF-THES         </td> </tr> </table>	<b>6. Signature</b> 	<b>Date</b> 9/19/08	<b>Name</b> (Typed or Printed) GENE CELLINI	<b>Title</b> SVP-SELF-THES
<b>6. Signature</b> 	<b>Date</b> 9/19/08				
<b>Name</b> (Typed or Printed) GENE CELLINI	<b>Title</b> SVP-SELF-THES				

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