

State of Idaho

Office of the Secretary of State

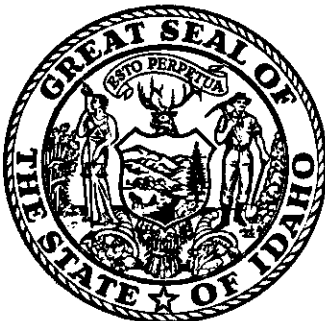
**CERTIFICATE OF AUTHORITY
OF
GEORGETOWN RAIL EQUIPMENT COMPANY**

File Number C 168804

I, BEN YSURSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority, duly executed pursuant to the provisions of the Idaho Business Corporation Act, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to transact business in this State and attach hereto a duplicate of the application for such certificate.

Dated: September 11, 2006



Ben Yursa

SECRETARY OF STATE

By

[Signature]



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

FILED EFFECTIVE

The undersigned Corporation applies for a Certificate of Authority and states as follows:

2006 SEP 11 AM 8:50

1. The name of the corporation is:

Georgetown Rail Equipment Company

SECRETARY OF STATE
STATE OF IDAHO

2. The name which it shall use in Idaho is: Georgetown Rail Equipment Company

3. It is incorporated under the laws of: Texas

4. Its date of incorporation is: March 18, 1993

5. The address of its principal office is:

111 Cooperative Way Suite 100 Georgetown, TX 78626

6. The address to which correspondence should be addressed, if different from item 5, is:

7. The street address of its registered office in Idaho is:

5527 Kendall Street Base, ID 83706

and its registered agent in Idaho at that address is:

Incorp Services, Inc.

8. The names and respective business addresses of its directors and officers are:

Name	Office	Address
Steve Orrell	President	111 Cooperative Way Suite 100 Georgetown TX 78626
Joan Maier	VP/CFO	111 Cooperative Way Suite 100 Georgetown TX 78626
William Shell	VP	111 Cooperative Way Suite 100 Georgetown TX 78626
Richard Mockler	Treasurer	111 Cooperative Way Suite 100 Georgetown TX 78626
John Kinnear	Secretary	111 Cooperative Way Suite 100 Georgetown TX 78626
Ned Snead	Chairman	111 Cooperative Way Suite 100 Georgetown TX 78626

Dated: 8/23/06

Signature: William C. Shell

Typed Name: WILLIAM C SHELL

Capacity: VP OPERATIONS
[The signer must be a director or an officer of the corporation.]

Customer Acct #:

(if using pre-paid account)

Secretary of State use only

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Revised 03/2005

IDAHO SECRETARY OF STATE
09/11/2006 05:00
CK: 250867 CT: 284243 BH: 974316
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Office of the Secretary of State

The undersigned, as Secretary of State of Texas, does hereby certify that the document, Articles Of Incorporation for GEORGETOWN RAIL EQUIPMENT COMPANY (filing number: 126446400), a Domestic For-Profit Corporation, was filed in this office on March 18, 1993.

It is further certified that the entity status in Texas is in existence.

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on August 23, 2006.



A handwritten signature in black ink that reads "Roger Williams".

Roger Williams
Secretary of State