

176
ARTICLES OF AMENDMENT
OF THE RESTATED ARTICLES OF INCORPORATION
OF SEABOARD SYSTEM RAILROAD, INC.

Seaboard System Railroad, Inc., a corporation created under the laws of the Commonwealth of Virginia, desiring to have its Restated Articles of Incorporation amended as hereinafter set forth, does certify as follows:

1. That the name of the corporation is SEABOARD SYSTEM RAILROAD, INC.
2. That the amendment adopted by the Board of Directors and the sole stockholder is as follows:

RESOLVED, that, it being in the best interests of the Company to do so, the Restated Articles of Incorporation be amended to change the Company's name from Seaboard System Railroad, Inc. to CSX Transportation, Inc., such change to become effective on July 1, 1986.

3. That on May 30, 1986, the Board of Directors after first declaring that the proposed amendment was in the best interests of the corporation, duly adopted resolutions setting forth the proposed amendment to the Restated Articles of Incorporation of said corporation and directed that said amendment be considered by the sole stockholder of said corporation.
4. The amendment was adopted by unanimous consent of the Company's sole shareholder.

IN WITNESS WHEREOF, said Seaboard System Railroad, Inc. has caused its corporate seal to be affixed hereunto and this certificate to be executed by its President and its Corporate Secretary, this 5th day of JUNE, 1986.

SEABOARD SYSTEM RAILROAD, INC.

By

H. L. Snyder
H. L. Snyder
Vice President

By

Robert A. Bernard
Robert A. Bernard
Corporate Secretary

Duane A. Graham
P.O. Box 290
Mableton, GA 30156

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COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION

RICHMOND, July 1, 1986

The accompanying articles having been delivered to the State Corporation Commission on behalf of

CSX TRANSPORTATION, INC. (formerly SEABOARD SYSTEM RAILROAD, INC.)

and the Commission having found that the articles comply with the requirements of law and that all required fees have been paid, it is

ORDERED that this CERTIFICATE OF AMENDMENT

be issued, and that this order, together with the articles, be admitted to record in the office of the Commission; and that the corporation have the authority conferred on it by law in accordance with the articles, subject to the conditions and restrictions imposed by law, effective July 1, 1986 .

STATE CORPORATION COMMISSION

By Elizabeth B. Lacy
Commissioner

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Commonwealth of Virginia



State Corporation Commission

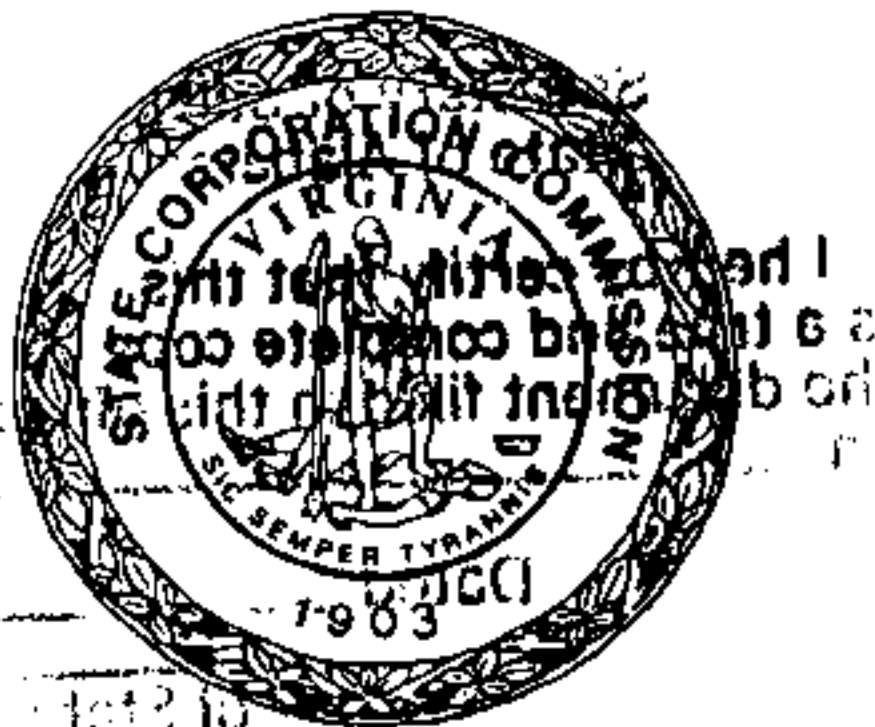
I, George M. Bryant, Jr., Clerk of the State Corporation Commission, do hereby certify that

the foregoing is a true copy of the CERTIFICATE OF AMENDMENT of CSX TRANSPORTATION, INC. Issued July 1, 1986 .

Nothing more is hereby certified.

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In Testimony Whereof I hereunto set my hand and
affix the Official Seal of the State
Corporation Commission, at
Richmond, this 2nd day of
July A. D. 19 86



George M. Bryant, Jr.
Clerk of the Commission

Allen Brumfield

Allen Brumfield

Secretary of State

Dated February 20, 1987

I hereby certify that this
is a true and complete copy of
the document filed in this office
on August 7, 1986

Secretary of State
State of Alabama

NOTARIAL PUBLIC

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APPLICATION FOR
AMENDED CERTIFICATE OF AUTHORITY OF

Seaboard System Railroad, Inc.
(Name of Corporation)

MAIL DUPLICATE ORIGINALS OF THIS APPLICATION FOR AMENDED CERTIFICATE OF AUTHORITY AND FEE OF \$25.00 TO:

SECRETARY OF STATE
CORPORATION DIVISION
524 State Office Building
Montgomery, Alabama 36130-7701

If you have questions, please call

(205) 832-6855

OUR NEW TELEPHONE IS: 261-5326

FILED IN THIS OFFICE

AUG - 7 1986
3:02 PM

SECRETARY OF STATE

TO THE SECRETARY OF STATE OF ALABAMA:

Pursuant to the provisions of Section 129, Act No. 80-633, known as the Alabama Business Corporation Act, the undersigned corporation hereby applies for an Amended Certificate of Authority to transact business in Alabama, and for that purpose submits the following statement:

1. A Certificate of Authority was issued to the corporation by the Secretary of State of Alabama on July 30, 1986, authorizing it to transact business in Alabama under the name of:

Seaboard System Railroad, Inc.

2. The corporate name of the corporation has been changed to: (If the corporate name has not been changed, insert NO CHANGE)

CSX Transportation, Inc.

3. The name which it elects to use hereafter in Alabama is:

CSX Transportation, Inc.

(Corporate title must contain the word "corporation" or "incorporated" or an abbreviation of one of such words, or be added for use in Alabama.)

4. It desires to pursue in the transaction of business in Alabama other or additional purposes than those set forth in its prior Application for a Certificate of Authority, as follows: (If no other or additional purposes are proposed, insert NO CHANGE)

No change

DATED: July 21, 1986

CSX Transportation, Inc.

(Name of Corporation)

H. L. Snyder
Its Vice President

D. C. Long
Its Assistant Secretary

STATE OF Florida

COUNTY OF Duval

Before me, the undersigned authority in and for said county and state, personally appeared H. L. Snyder who being by me first duly sworn, doth depose and say that he/she is the Vice Pres. of the above named corporation, and that the foregoing statements contained in this report are true, full and correct.

H. L. Snyder
(Signature of Officer)

Subscribed and sworn to before me on this 21st day of July, 1986, in witness whereof I hereunto subscribe my name and affix the seal of my office.

David M. Yearwood
(Notary Public)

My commission expires January 16, 1988

AMENDED CERTIFICATE OF AUTHORITY

I, DON SIEGELMAN, Secretary of State of Alabama, do hereby issue this Amended Certificate of Authority to the above named corporation to transact business in the State of Alabama under the name of CSX Transportation, Inc. and hereby certify that this document is a duplicate original of the Application for such Certificate.

I hereby certify that this is a true and complete copy of the document filed in this office.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State of Alabama, at the Capitol, in the City of Montgomery, on this day.

August 7, 1986

DATE

DON SIEGELMAN, Secretary of State

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STATE OF ALA. SHELBY CO.
I CERTIFY THIS
INSTRUMENT WAS FILED

1987 MAR -3 AM 10:20

Thomas A. Browder, Jr.
JUDGE OF PROBATE

1. Recording Fee \$ 10.00
2. Indexing Fee 1.00
TOTAL 11.00

Secretary of State
State of Alabama

I hereby certify that this
is a true and complete copy of
the document filed in this office
on August 7, 1986

Dated February 20, 1987

Secretary of State
Glen Browder

Glen Browder