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BY E-FILING

October 3, 2007

Honorable Vernon A Williams, Secretary
Surface Transportation Board
395 E Street, S W
Washington, D C 20023

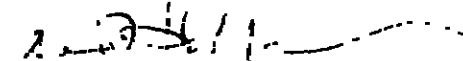
RE: ICC Finance Docket No 32417, The Great
Miami & Scioto Railway Company

Dear Mr Williams

I am writing on behalf of U S Rail Corporation ("U S Rail") in
connection with the above-captioned proceeding

By this letter I am advising the Board that the Great Miami & Scioto
Railway Company in Ohio, a common carrier class III railroad licensed by
the Board in FD No 32417, changed its name to U S Rail at a meeting of its
board of directors on March 24, 2007. I am attaching a copy of the
Certificate of Amendment to Incorporation that U S Rail had filed with the
Ohio Secretary of State earlier this year.

Sincerely yours,



John D. Heffner

cc: Mr Gabe Hall

DATE: 07/03/2007 DOCUMENT ID: 200718602006 DESCRIPTION: DOMESTIC/AMENDMENT TO ARTICLES (AMU) FILE NO: SC 00 EXPED: 00 PENALTY: 00 CENT: 00 COPY: 00

Receipt

This is not a bill. Please do not remit payment.

ROETZEL & ANDRESS
145 E BROAD ST., 12TH FLOOR
PAT HENDERSON
COLUMBUS, OH 43215

STATE OF OHIO CERTIFICATE

Ohio Secretary of State, Jennifer Brunner

857501

It is hereby certified that the Secretary of State of Ohio has custody of the business records for

US RAIL CORPORATION

and, that said business records show the filing and recording of

Document(s)

DOMESTIC/AMENDMENT TO ARTICLES

Document No(s)

200718602006

United States of America
State of Ohio
Office of the Secretary of State

Witness my hand and the seal of
the Secretary of State at Columbus,
Ohio this 3rd day of July, A D
2007

A handwritten signature in cursive script, appearing to read "Jennifer Brunner".

Ohio Secretary of State



Prescribed by:

The Ohio Secretary of State
 Central Office (614) 456-3910
 Toll Free: 1-877-SOS-FILE (1-877-761-3453)

www.sos.state.oh.us
 e-mail: busserv@sos.state.oh.us

Expedite this Form (select One)

☐ Yes

PO Box 1390
 Columbus, OH 43216

*** Requires an additional fee of \$100 ***

☒ No

PO Box 1028
 Columbus, OH 43216

**Certificate of Amendment by Directors
 or Incorporators to Articles
 (Domestic)**

Filing Fee \$50.00

(CHECK ONLY ONE (1) BOX)

☐ Amendment by Directors

(123-AMD)

☐ Amendment by Incorporators☐ Amended by Incorporators

(124-AMD)

Complete the general information in this section for the box checked above.

Name of Corporation The Great Miami & Scioto Railway CompanyCharter Number 857501☐ Please check if additional provisions attached hereto are incorporated herein and made a part of these articles of organization.

Complete the information in this section if box (1) is checked

Name and Title of Officer

Gabriel Hall

(name)

President

(title)

(CHECK ONLY ONE (1) BOX)

☒ A meeting of the directors was duly called and held onMarch 24, 2007

(Date)

☐ In an writing signed by all the Directors pursuant to section 1701.54 of the ORC

The following resolution was adopted pursuant to section 1701.70(B)

(6)

of the ORC

(insert proper paragraph number)

to amend the current Articles of Incorporation as follows: change the name of the corporation from

The Great Miami & Scioto Railway Company to US Rail Corporation, and the address of the principalplace of business to 7848 W. Central Avenue, Toledo, OH 43617

Complete the information in this section if box (2) is checked

WE, the undersigned, being all of the incorporators of the above named corporation, do certify that the subscriptions to shares have not been received and the initial directors are not named in the articles. We hereby have elected to amend the articles as follows:

REQUIRED
Must be authenticated (signed)
by an authorized representative
(See Instructions)

Shall
Authorized Representative
Gabriel D Hall
(Print Name)

4-18-07

Date

Authorized Representative
(Print Name)

Date

Authorized Representative
(Print Name)

Date

Shareholders Meeting
March 24, 2007

RESOLUTION

At a meeting held on March 24, 2007, all Shareholders being present, motion by D. Hall, supported by K. Hall and by unanimous vote the following Resolution is adopted

RESOLVED that the current name of the Corporation - Great Miami and Scioto Railway Co. is hereby changed to U S RAIL Corporation of Ohio, And, be it further RESOLVED, that the principal place of business is hereby changed to 7846 W. Central Avenue, Toledo, Ohio 43617. This resolution shall be effective immediately. The Secretary is directed to give notice of the Name Change to all affected persons.


Secretary - Danielle M. Hall

The foregoing resolution is a true rendition of the meeting of the Shareholders on the above date.