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This instrument was prepared by
(and after recording should be returned to)
Winston & Strawn LLP
35 West Wacker Drive
Chicago, Illinois 60601
Attn: Susan M. Wyse
(312) 558-6476

2008 075504

STATE OF ILLINOIS
LOCAL COUNTY
FILED FOR RECORD
2008 NOV -5 AM 9:38
NICHOLE S. JAGGER
RECORDER

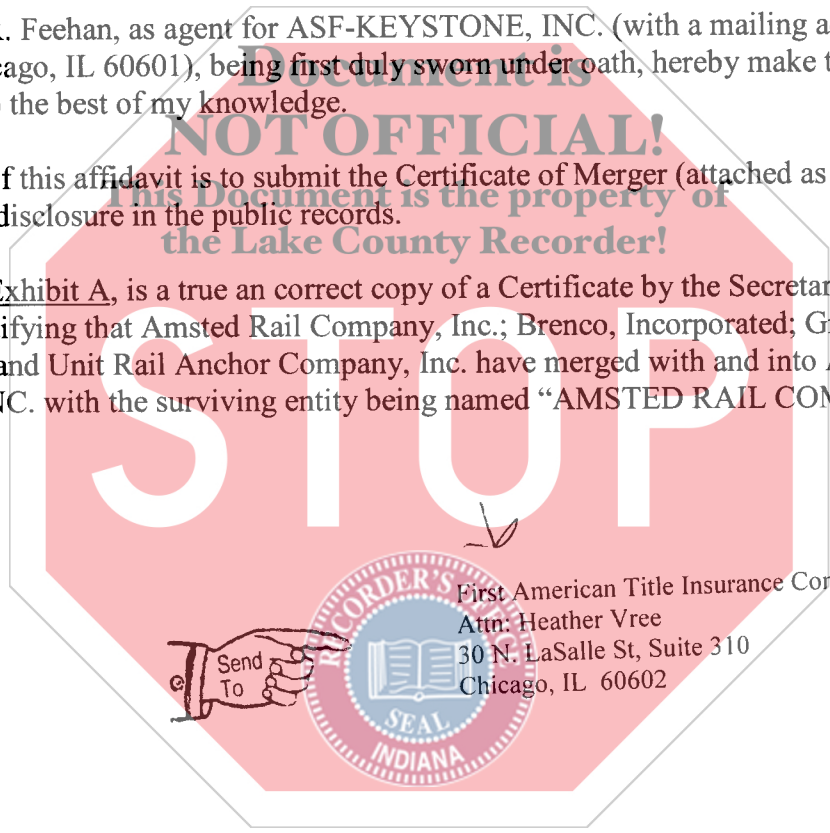
AFFIDAVIT TO REFLECT CERTIFICATE OF MERGER IN PUBLIC RECORDS

THE STATE OF ILLINOIS

COUNTY OF COOK

I, Jared R. Feehan, as agent for ASF-KEYSTONE, INC. (with a mailing address of 35 W. Wacker Dr, Chicago, IL 60601), being first duly sworn under oath, hereby make the following statements, all to the best of my knowledge.

1. The purpose of this affidavit is to submit the Certificate of Merger (attached as Exhibit A) for recordation and disclosure in the public records.
2. Attached, as Exhibit A, is a true and correct copy of a Certificate by the Secretary of the State of Delaware certifying that Amsted Rail Company, Inc.; Brenco, Incorporated; Griffin Wheel Company, Inc.; and Unit Rail Anchor Company, Inc. have merged with and into ASF-KEYSTONE, INC. with the surviving entity being named "AMSTED RAIL COMPANY, INC."




 Send To

 Recorder's Office
 First American Title Insurance Company
 Attn: Heather Vree
 30 N. LaSalle St, Suite 310
 Chicago, IL 60602

First American Title Order # 374174
CL 1 06 1

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017713
PB/E

This affidavit is sworn to and executed in the presence of the undersigned notary public on the date printed below the affiant's signature.

Jared R. Feehan
Signature of Affiant

Subscribed and sworn to before me on this 29th day of October, 2008, by JARED R. FEEHAN.

Patricia A. Richmond
Notary Public, State of IL, County of COOK

Printed Name: PATRICIA A. RICHMOND

Commission Expires:

OR

Seal:

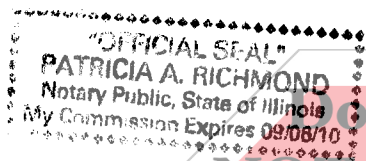


Exhibit A



Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"AMSTED RAIL COMPANY, INC.", A DELAWARE CORPORATION,

"BRENCO, INCORPORATED", A VIRGINIA CORPORATION,

"GRIFFIN WHEEL COMPANY, INC.", A DELAWARE CORPORATION,

"UNIT RAIL ANCHOR COMPANY, INC.", A DELAWARE CORPORATION,

WITH AND INTO "ASF-KEYSTONE, INC." UNDER THE NAME OF "AMSTED RAIL COMPANY, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-NINTH DAY OF SEPTEMBER, A.D. 2008, AT 11:14 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTIETH DAY OF SEPTEMBER, A.D. 2008, AT 11:59 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



0843225 8100M

080994002

You may verify this certificate online
at corp.delaware.gov/authver.shtml

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6881834

DATE: 09-29-08