



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS
Office of the Secretary of State

Matthew A. Brown
Secretary of State

July 17, 2006

Massachusetts Bay Commuter Railroad Company, LLC
c/o PASCO GASBARRO, JR. ESQ.
1500 FLEET CENTER
PROVIDENCE, RI 02903-

RE: Corporation ID # 127472
Massachusetts Bay Commuter Railroad Company, LLC

Dear Sir or Madam:

The Corporations Division of the Office of the Secretary of State has yet to receive your Annual Report for the year 2005.

Pursuant to the provisions set forth in Section 7-16-41 of the General Laws of the State of Rhode Island, the Certificate of Organization/Registration of the above named entity will be revoked after 60 days from the date of this notice for failure to file the report.

Please file your Annual Report for the year 2005 with the Corporations Division within the next sixty days so that your authority to conduct business will remain intact. If you have any questions, or if we can be of any assistance, please do not hesitate to call the Corporations Division at (401) 222-3040.

Sincerely,

Matthew Brown
Secretary of State