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Commercial Register B 64838

Charlottenburg Local Court

No. of entry	1	2	3	4	5	6	7
a) Company name b) Head Office c) Purpose of the Company	Capital stock or nominal capital DM	Board of management general partners general manager liquidator	Power of procurement	Legal relationships	a) Day of entry and signature b) Remarks		
a) <u>ASB/Daniel, Beas Transportation GmbH</u> b) Berlin c) The development, manufacture and marketing of vehicles, plants and equipment for railways and other railway and traffic systems.	DM 2.000.000	Civil engineer Christof Biedholm, Kallered/Sweden Holder of a diploma in mechanical engineering, Institute of Higher Technical Education, Heinz Geppardt, Mainz Wolfgang Swartz, 1009	Power of procurement jointly with a general manager as under: Prokura (holder of a special authority) and authority to conduct legal transactions with himself or with himself as representative of third parties: 1. <u>Leut. Adolphus, Berlin</u> 2. <u>Eberhard Beyer, Berlin</u> 3. <u>Ursula Gross, Stuttgart</u> 4. <u>Jau Bultes, Berlin</u> 5. <u>Dr. Dieter Klump, Mannheim</u> 6. <u>Prof. Dr. Klaus Witz, Berlin</u> 7. <u>Frank Richter, Berlin</u> 8. <u>Friedrik Treppath, Berlin</u>	Limited liability company The shareholders' agreement was concluded on 26 September 1995 and was amended thereafter. By virtue of the resolution adopted at the shareholders' meeting of 26 May 1997, the registered seat of the company was relocated from Mannheim to Berlin and § 1 (registered seat) of the shareholders' agreement was amended. If one managing director has been appointed, he represents the company alone. If several managing directors have been appointed, the company is represented jointly by two managing directors or by a managing director jointly with a Prokuraist. Sole power of representation may be granted. The managing directors Christof Biedholm, Heinz Geppardt, Joachim Wierst, Rubin Orntstein, Chris Steppardt, Klaus Vagter and Rudolf Bernhard Eckrodt are entitled to conclude legal transactions with themselves or with themselves as representatives of third parties.	a) 24 November 1997 signature - Werner - b) Shareholders' Agreement, page 10 et seq. Resolution, page 34 So far: Mannheim Local Court HRB 683K		

No. of entry	a) Company name b) Head Office c) Purpose of the Company	Capital stock or nominal capital (DM)	Board of management General partners General manager Liquidator	Power of procurement	Legal relationships	a) Day of entry and signature b) Remarks
1	2	3	4 Major Engineer Karin Wagner Erlbacher/Switzer- land Holder of a diploma in business studies Rudolf Bernhard Estroff, Berlin	5 9 Udo Klaus Sommerfeld Meerhusch	6	7
		DM 22,000,000			By virtue of a resolution adopted at the shareholders' meeting of 5 December 1997 the share capital was increased by DM 20,000,000 to DM 22,000,000 and the shareholders' agreement was amended in § 4 (share capital).	a) 18 December 1997 signature - Ranel - b) Resolution Page 86 et seq.

No of entry	a) Company name b) Head Office c) Purpose of the Company	Capital stock on nominal capital DM	Board of management general partners liquidator	Power of prosecution	Legal relationships	d) Day of entry and signature e) Remarks
1	2	3	4 Alexander Klyen Hyde Langenscheidt Berlin	5 Power of prosecution jointly with a managing director or with another Prokurist and authority to conclude legal transactions with himself or with himself as representative of third parties. 10. Hans-Peter Albrecht, Berlin 11. Michael Louis Mendison, Berlin 12. Dietrich Rasppik, Moerlenbach	6 Kevin Hyde has been appointed managing director	7 a) 14 May 1998 signature - Hyrmon - b) Page 164

No of entry	a) Company name b) Head Office c) Purpose of the Company	1. Capital stock of nominal capital (DM)	Board of management general manager liquidator	Power of procurement	Legal relationships	a) Day of entry and signature b) Remarks
1	<p>a) <u>DrimterCrystal Rail Systems GmbH</u></p> <p>c) Development, manufacture and marketing of vehicles, plants and equipment for railways and other railway and traffic systems and related services</p>	3	4	5	6	7
					<p>By virtue of a resolution adopted at the shareholders' meeting of 20 April 1999, the shareholders' agreement was re-drafted, in particular in § 1 (company name), in respect of the object, now § 2, and in respect of representation, now § 6</p> <p>The company has at least two general managers. The company is represented jointly by two general managers or by one general manager in conjunction with a Prokurist. Power of sole representation may be granted.</p> <p><u>Heinz Cronmünd, Rubin OrNSTein, Chris Sheppard, Karo Vagner and Kevin Hyde are no longer general managers.</u></p> <p><u>Ake Wennberg, Rainer Schmuckle, Juergen Lochmann and Bernd Kooß van Dijk are appointed general managers.</u></p>	<p>a) 7 May 1999 - signature - Hymon</p> <p>b) Resolutions, page III, shareholders' agreement page 18 et seq Miscellany 2</p>
			<p>Ake Wennberg, born 10 March 1953, Berlin Rainer Schmuckle, born 3 December 1959, Kleinraghnow Juergen Lochmann, born 17 January 1953, Munich Bernd Kooß van Dijk, born 23 March 1949, Drosdrecht/Netherlandis</p>	<p>Deletion of power of procurement for: <u>Eberhard Bayer (No 2) and Dr. Dieter Klump (No. 5)</u></p>		<p>a) 29 July 1999 - signature - Bartel</p> <p>b) Pages 70, 89, 93</p>

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REEL: 002976 FRAME: 0577

No. of entries	a) Company name b) Head Office c) Purpose of the Company	Capital stock or nominal capital DM	Board of management general partners general manager liquidator	Power of procuracy	Legal relationships	a) Day of entry and signature b) Remarks
1	2	3	4	5	6	7
				Power of procuracy jointly with a general manager or another Procurist: 13. Dr. Klaus Baur, born 9 April 1947, Weinfham 14. <u>Dr. Lutz Bertling</u> , born 9 July 1962, Berlin 15. Michael Daum, born 24 February 1957, Berlin 16. Gerhard Hirschenberger, born 6 March 1958, Stuttgart 17. Dr. Bernd Hoppe, born 14 May 1961, Lehnitz 18. <u>Peter-Juergen Horak</u> , born 6 August 1940, Berlin		a) 4 November 1999 - signature - Sitbank b) Pages 217 - 266

No. of entry	a) Company name b) Head Office c) Purpose of the Company	Capital stock or nominal capital DM	Board of management general partners general manager liquidator	Power of procreation	Legal relationships	a) Day of entry and signature b) Remarks
1	2	3	4	5	6	7
				<p>19. Dr. Jost Kutzin, born 13 April 1957, Bornheim</p> <p>20. Manfred Reich, born 3 July 1946, Berlin</p> <p>21. Dr. Ulrich Rudolph, born 31 January 1962, Berlin</p> <p>22. Dr. Volker Stroemisch, born 10 October 1956, Berlin</p> <p>23. Klaus-Hermann Vogtle, born 1 November 1948, Berlin</p> <p>24. Horst Falb, born 21 April 1944, Weinhelm</p> <p>25. Hartmut Benz, born 15 October 1944, Siegen</p> <p>26. Dr. Juergen Fleischer, born 7 January 1961, Wilsdorf</p>		

No of entry	a) Company name b) Head Office c) Purpose of the Company	Capital stock or nominal capital DM	Board of management general partners general manager liquidator	Power of pro-uration	Legal relationships	a) Day of entry and signature b) Remarks
1	2	3	4	5	6	7
				<p>22. <u>Guenther Manens</u>, born 19 December 1954, <u>Bobenheim-Rosheim</u></p> <p>28. <u>Anders Larsson</u>, born 24 June 1944, <u>Munich</u></p> <p>29. <u>Henrik Kai</u> <u>Mortensen</u>, born 31 December 1961, <u>Burghann</u></p> <p>30. <u>Nothen Wuddel</u>, born 14 August 1948, <u>Obergröschach</u></p> <p>31. <u>Johannes Scheffer</u>, born 17 January 1941, <u>Fuldatal</u></p> <p>32. <u>Walter Wittenborn</u>, born 12 August 1958, <u>Nuremberg</u></p> <p>33. <u>Wolfram Krekelet</u>, born 20 February 1964, <u>Berlin</u></p>		

No. of entry	a) Company name by local Office + Purpose of the Company	3) Special kind of nominal capital DJM	Board of management general partners general manager liquidator	Power of procurement	Legal relationships	4) Day of entry and signature b) Remarks
1	2	3	4	5	6	7
				<p>34. Wolfram Lehmann, born 27 April 1953, Troppitz</p> <p>35. Andreas Kabisch, born 6 February 1963, Berlin</p> <p>36. Dr. Bernd Schmitz, born 10 December 1950, Berlin</p> <p>37. Juergen Bossert, born 28 August 1957, Grosszielchen</p> <p>38. Delft Hahn, born 25 October 1949, Berlin</p> <p>39. Stefan Schoenholz, born 17 May 1960, Guxhagen</p> <p>40. Rainer Strauss, born 2 March 1949, Fierth</p> <p>41. Dr. Dirk Ehlers, born 17 January 1951, Berlin</p>		

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Year	Full name of the company	Investment capital (USD)	Board of directors (names)	Place of production	Legal relationship	Date of entry and signature by remarks
1		3	4	5 42. Gerhard Meyer, born 26 September 1935, Frankfurt 43. Oeffel Blum, born 20 June 1948, Berlin 44. Dr. Michael Schenker, born 18 February 1952, Dreieich 45. Gregorius Peters, born 13 February 1965, Nuernberg 46. Roland Mueller, born 6 February 1958, Ludwigshafen 47. Gerhard Eberts, born 24 December 1956, Heuchelheim 48. Wolfgang Postler, born 12 October 1962, Wiesbaden 49. Dr. Peter Appun, born 18 January 1942, Weinheim	6	7

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REEL: 002976 FRAME: 0582

No. of entry	a) Company name b) Head Office c) Purpose of the Company	Capital stock or nominal capital DM	Board of management general partners general manager liquidator	Power of procurement	Legal relationships	a) Day of entry and signature b) Remarks
1	2	3	4	5	6	7
					<p>Giving to the merger contract of 25 August 1999 and the respective approving resolutions of the shareholders' meetings of the same date, the DaimlerChrysler Rail Systems (Deutschland) GmbH with its registered seat in Hennigsdorf (Neuruppin Local Court HRB 730) through the transfer of its assets as a whole merged with the company by dissolution without liquidation.</p>	<p>a) 8 November 1999 - signature - Hrymoh b) Merger Contract, page 138 Resolutions, page 138 et seq Miscellany 2 a) 29 December 1999 - signature - Schoenk b) Page 271 et seq.</p>
				<p>Power of procurement jointly with a general manager or partner: Prokurist: 50. Roman Kessler, born 26 October 1959, Ravensburg 51. Volker Mollenhauer, born 3 December 1960, Berlin 52. Max Eisele, born 17 December 1942, Erlangen 53. Manfred Leber, born 28 February 1954, Munich</p>		

No. of entries	a) Company name b) Head Office c) Purpose of the Company	Capital stock or nominal capital DM	Board of management general partners general manager liquidator	Powers of procurement	Legal relationships	a) Date of entry and signature b) Remarks
1	2	3	4	5	6	7
				<p>54. <u>Dr. Eckhard Marlo,</u> born 21 June 1952, Boitzen</p> <p>55. <u>Manfred Scheinle,</u> born 31 August 1940, Heinsbach</p> <p>56. <u>Dr. Rudolf Mueller,</u> born 3 July 1955, Berlin</p> <p>57. <u>Rolf Gansmert,</u> born 10 October 1940, Heilbronn</p> <p>58. <u>Christoph-Friedrich Speilh,</u> born 15 March 1961, Roemerberg</p> <p>59. <u>Manfred Krichbaum,</u> born 9 May 1951, Hirschberg</p> <p>60. <u>Birgit Torgel,</u> born 3 November 1956, Hirschberg</p>		

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REEL: 002976 FRAME: 0584

No. of items	a) Company name b) Head Office c) Purpose of the Company	Capital stock or nominal capital DM	Board of management general partners general manager liquidator	Process of procurement	Legal relationships	a) Date of entry and signature b) Remarks
1	2	3	4	5	6	7
					By virtue of a resolution of the shareholders' meeting of 16 December 1999, the shareholders' agreement is amended in § 7 sub-paragraph 1 (composition of supervisory board) and in § 10, sub-paragraph 3 (quorum of the supervisory board)	a) 14 February 2000 - signature - Schook b) Resolution, page 9 et seq. Miscellaneous 3 at 4 May 2000 - signature - Hrymowl b) Page 31, Volume III
				Authority now for the acquisition, the sale or creation of encumbrances on real property and equivalent rights and rights to real property: ad 1.3) Dr. Klaus Baur ad 40) Rainer Strauss ad 50) Roman Kessler Deletion of power of procreation for: Jen Butler (No. 4) Dr. Lutz Berling (No. 14) Peter-Jürgen Horak (No. 18) Hartmut Benz (No. 25) Anders Larsson (No. 28) and Manfred Schmitt (No. 55)		

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No. of companies being affected by this certificate	Capital stock or unissued capital Dkt	Kind of instrument general manager independent	Power of procurement	Legal relationship	Date of entry and signature by Remarks
1	2	3	4	5	6
			<p>Power of procurement jointly with a general manager or another Prokurist</p> <p>61. <u>Dr. Stefan Kreis</u>, born <u>21 August 1961</u>, <u>Berlin</u></p> <p>62. <u>Eran Cariner</u>, born <u>26 April 1966</u>, <u>Berlin</u></p> <p>63. <u>Oliver Schmidt</u>, born <u>5 May 1966</u>, <u>Nuremberg</u></p> <p>64. <u>Dr. Thomas Kuestner</u>, born <u>20 March 1953</u>, <u>Munich</u></p> <p>65. <u>Guenier Mayer</u>, born <u>10 February 1953</u>, <u>Zurich/Switzerland</u></p> <p>66. <u>Ruediger Fuchs</u>, born <u>27 April 1966</u>, <u>Augsburg</u></p>	7	<p>a) <u>15 May 2000</u> - signature - <u>Schoenk</u></p> <p>b) Page 39 et seq.</p>

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REEL: 002976 FRAME: 0586

No. of company shares held by the company	Capital stock or financial capital (DA)	Board of management general manager liquidator	Power of procurement	Legal relationships	Date of entry and signature
1	3	4	5 Power of procurement jointly with a general manager of another Prokurist: 67 Dr. rer. nat. Ansten Ingemarsson, born 23 July 1960, Berlin 68. Joern-Sven Fuchs-Gabel, born 19 November 1963, Leegsbuech Delegation of power of procurement for: Dr. Rudolf Mueller (No. 36)	6	7 a) 7 June 2000 - signature - Hrynok b) Page 64 et seq. a) 10 July 2000 - signature - Schenk b) Page 77 a) 4 October 2000 - signature - Schenk b) Page 78

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REEL: 002976 FRAME: 0587

No. of entry	a) Company name b) Head Office c) Purpose of the Company	Capital stock or nominal capital (DM)	Board of general partners General manager Liquidator	Power of procurement	Legal relationships	a) Day of entry and signature b) Remarks
1	2	3	4	5	6	7
				Deletion of power of procurement for: Günter Mertens (No. 27) Gerhard Heymer (No. 42) Manfred Leiser (No. 33) and Dr. Eckhard Martin (No. 34)	Rudolf Bernhard Eckrodt is no longer general manager.	a) 8 January 2001 - Signature - Schoenk b) Page 86
				Deletion of power of procurement for: Oliver Schmidt (No. 63) and Dr. Thomas Kuesner (No. 64) Power of procurement jointly with a general manager or another Prokurist: 70. Stefan Johannes Stiefel, born 26 December 1954, Aachen		a) 21 February 2001 - signature - Schoenk b) Page 108 a) 17 April 2001 - signature - Schoenk b) Page 110

No. of entry	a) Company name b) Head Office c) Purpose of the Company	Capital details or investment capital (Art. 1)	Board of management general partners general manager liquidator	Power of procurator	Legal relationships	a) Date of entry and signature in remarks
1	a) Bombardier Transportation GmbH	1	4	5	6	7
					By virtue of a resolution of the shareholders' meeting of 2 May 2001, the shareholders' agreement is amended in § 1, sub-paragraph 1 (company name), § 4 (disposal of business shares) and § 7, sub-paragraph 3 (composition of supervisory board) are deleted.	a) 10 May 2001 - signature - Wischer b) Resolution Page 126
						a) 29 June 2001 - signature - Bane b) Page 145 et seq.
				Power of procurator jointly with a general manager or another Procurator 7 F. Alfred Stich, born 30 November 1958, Berlin Detention of power of procurator for: Dr. Joerg Kutzum (No. 19) Walter Wittenborn (No. 21) Gregorius Peters (No. 45) and Gerhard Ebers (No. 47)	<u>Rainer Schmucke, Jürgen Loehmann and Bernd Knos van Dijk are no longer general managers.</u>	

No. of entries in the Register	Date of entry	Description of entry	Page No.	Remarks
1	19 July 2001	Deletion of power of attorney for Dr. Stefan Kretz (No. 611)	6	a) 19 July 2001 - signature - Schink b) Pages 9, 10 Miscellaneous IV

Stamp: The above photocopy is in conformity with the entries in the Register

Berlin, 19 July 2001

- signature -
Court employee

Seal: Charlottenburg Local Court - 325 - Berlin

This is to verify the word-for-word conformity of the above photocopy with the certified photocopy before me.

Berlin, 2 August 2001

- signature -
(Dr. Hasselmann) - Notary public

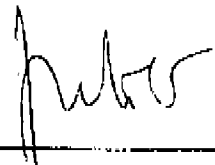
Impressed seal: Dr. Cord-Georg Hasselmann, notary public in Berlin

In meiner Eigenschaft als vom
 Präsidenten des Landgerichts Berlin
 für die Berliner Gerichte und Notare
 allgemein beeidigter Dolmetscher für
 die englische Sprache (D VI 12/68)
 bescheinige ich die Richtigkeit und
 Vollständigkeit der vorstehenden
 Übersetzung des /der mir
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In the capacity of sworn interpreter
 to the Berlin law courts and notaries
 public appointed by the President
 of Landgericht Berlin (Berlin
 Regional Court) under D VI 12/68
 I certify that the foregoing is a true
 and faithful translation of the
 German / English original /
 photocopy submitted to me.

Übersetzung Nr. 54260
 Translation No.

Berlin, 7 August 2001



Norbert Zänker

