

Filing and License Fee: \$310.00 minimum

ID Number: \_\_\_\_\_



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
148 W. River Street
Providence, Rhode Island 02904-2615

BUSINESS CORPORATION

APPLICATION FOR CERTIFICATE OF AUTHORITY

Pursuant to the provisions of Section 7-1.2-1405 of the General Laws of Rhode Island, 1956, as amended, the undersigned foreign corporation hereby applies for a Certificate of Authority to transact business in the State of Rhode Island, and for that purpose submits the following statement:

1. The name of the corporation is COUNSILMAN/HUNSAKER & ASSOCIATES, INC.

2. It is incorporated under the laws of MISSOURI

3. The name, if different, which it elects to use in Rhode Island is:
(a) If the name of the corporation in its jurisdiction of incorporation does not contain the word "corporation," "company," "incorporated," or "limited," or an abbreviation thereof, then list the name of the corporation with the addition of one of the above corporate endings for use in Rhode Island:

(b) If the corporate name is not available in Rhode Island, then set forth below the fictitious name under which the corporation will qualify and transact business in Rhode Island as stated in the "Fictitious Business Name Statement" to be filed with this application:

4. The date of its incorporation is 12-7-1970 and the period of its duration is Perpetual

5. The address of its principal office in the state or country under the laws of which it is incorporated is 10733 SUNSET OFFICE DR. #400, ST. LOUIS, MO 63127

6. The address of its proposed registered office in Rhode Island is 10 Weybosset Street Providence, RI 02903 and the name of its proposed registered agent in Rhode Island at that address is CT CORPORATION SYSTEM

7. The purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are: engineering

8. (a) The names and respective addresses of its directors (optional unless directors are required under the laws of the state or country of which it is incorporated).

Table with 2 columns: Name, Address. Row 1: Director, See ATTACHED. Rows 2-4: Director, blank.

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(b) The names and respective addresses of its principal officers (mandatory if directors are not required under the laws of the state or country of which it is incorporated).

	<u>Name</u>	<u>Address</u>
President	<u>See Attached</u>	_____
Vice President	_____	_____
Treasurer	_____	_____
Secretary	_____	_____

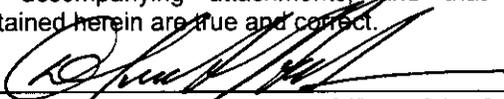
9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value or Statement that Shares are without Par Value</u>
<u>40,000</u>			<u>\$ 1.00</u>
	<u>Common Voting Stock</u>		

10. (a) An estimate of the value of all property to be owned by the corporation for the following year, wherever located, is \$ 280,000.
- (b) An estimate of the value of the corporation's property to be located within Rhode Island during the following year is \$ 0.
- (c) An estimate, expressed as a percentage, of the proportion that the estimated value of the property of the corporation to be located within this state during the following year bears to the value of all property of the corporation to be owned during the following year, wherever located, is 0%. [divide (b) by (a) and multiply by 100 to obtain the percentage].
11. (a) An estimate of the gross amount of business to be transacted by the corporation during the following year is \$ 6,000,000.
- (b) An estimate of the gross amount of business to be transacted by the corporation at or from places of business in Rhode Island during the following year is \$ 5,000.
- (c) An estimate, expressed as a percentage, of the proportion that the gross amount of business to be transacted by the corporation at or from places of business in this state during the following year bears to the gross amount thereof which will be transacted by the corporation during the following year is .08% [divide (b) by (a) and multiply by 100 to obtain the percentage].
12. This application is accompanied by a certificate of Good Standing issued by the proper officer of the state or country under the laws of which it is incorporated.
13. This Application for Certificate of Authority shall be effective upon filing unless a specified date is provided which shall be no later than the 90<sup>th</sup> day after the date of this filing \_\_\_\_\_

Under penalty of perjury, I declare and affirm that I have examined this Application for Certificate of Authority, including any accompanying attachments, and that all statements contained herein are true and correct.

Date: 11-19-08

  
 \_\_\_\_\_  
 Signature of Authorized Officer of the Corporation

D. SCOT HUNSAKER, PRESIDENT  
 \_\_\_\_\_  
 Type or Print Name of Authorized Officer

**Councilman-Hunsaker  
List of Officers & Directors**

<b>OFFICERS</b>	<b>Title</b>	<b>Business Address</b>	<b>PE Reg No</b>
D. Scot Hunsaker	President	10733 Sunset Office Drive, Suite 400, St. Louis, MO 63127	n/a
Scott W. Hester	Secretary	10733 Sunset Office Drive, Suite 400, St. Louis, MO 63127	13017
John D. Cook	Treasurer	10733 Sunset Office Drive, Suite 400, St. Louis, MO 63127	n/a

<b>DIRECTORS</b>	<b>Title</b>	<b>Business Address</b>
D. Scot Hunsaker	Director	10733 Sunset Office Drive, Suite 400, St. Louis, MO 63127
David J. Hunsaker	Director	10733 Sunset Office Drive, Suite 400, St. Louis, MO 63127



STATE BOARD OF REGISTRATION  
FOR PROFESSIONAL ENGINEERS  
DIVISION OF DESIGN PROFESSIONALS  
1511 PONTIAC AVENUE  
BUILDING 68-2  
CRANSTON, RI 02920  
TEL: (401) 462-9592 FAX: (401) 462-9532

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CEIVED  
COUNSILMAN-HUNSAKER

www.bdp.state.ri.us

5 November 2008

COUNSILMAN/HUNSAKER & ASSOCIATES, INC.

10733 SUNSET OFFICE DRIVE #400  
ST. LOUIS, MO 63127

Dear Sir/Madam:

Your request for issuance of a Certificate of Authorization has been reviewed and approved, in the **CIVIL** discipline(s) only, by the Board of Registration for Professional Engineers.

You can amend your Certificate of Authorization at a later date if you wish to include other disciplines. In accordance with the procedures adopted by this Board, **you are requested to provide the following information.**

The document requested by the Board is a **CERTIFICATE OF GOOD STANDING**, not Certificate of Authority, issued by the Rhode Island Secretary of State's Office, indicating that at the present time your corporate entity is in good standing insofar as registration procedures required by the Secretary of State's Office. The Board is requesting that the **original certificate of such notice be provided within 60 days.** A copy of this letter must accompany your certificate of authority application, along with the required fee for a certificate of good standing, to the Secretary of State's office.

You can contact the Secretary of State's Office by calling (401) 222-3040. Ask for corporations and explain you need the necessary papers to become registered in the State of Rhode Island.

**Please be advised that until receipt of this CERTIFICATE OF GOOD STANDING your application is considered incomplete and you are not authorized to practice engineering in the state of Rhode Island.**

As a cautionary reminder, please be advised that until such time that your company holds a certificate of authorization, your firm may not practice or offer to practice engineering within the state of Rhode Island. The offer to practice engineering includes specifically bidding upon projects or responding to requests for proposals for engineering work to be performed with the State of Rhode Island.  
Very truly yours,

Board of Registration for Professional Engineers

Richard A. Bernardo, PE  
Secretary

RAB/lm

# STATE OF MISSOURI



Robin Carnahan  
Secretary of State

**CORPORATION DIVISION  
CERTIFICATE OF GOOD STANDING**

I, ROBIN CARNAHAN, Secretary of the State of Missouri, do hereby certify that the records in my office and in my care and custody reveal that

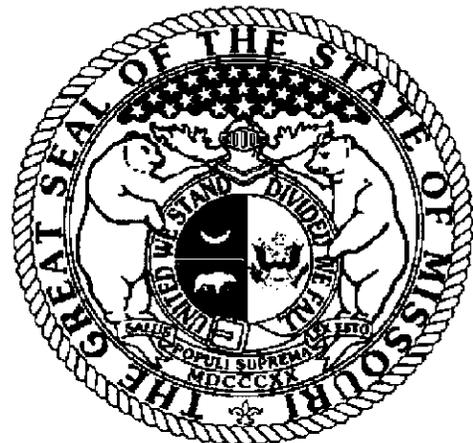
**COUNSILMAN/HUNSAKER & ASSOCIATES, INC.  
00145263**

was created under the laws of this State on the 7th day of December, 1970, and is in good standing, having fully complied with all requirements of this office.

IN TESTIMONY WHEREOF, I have set my hand and imprinted the GREAT SEAL of the State of Missouri, on this, the 17th day of November, 2008

*Robin Carnahan*

Secretary of State





# State of Rhode Island and Providence Plantations

**A. Ralph Mollis**

*Secretary of State*

## STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

I, A. RALPH MOLLIS, Secretary of State of the State of Rhode Island  
and Providence Plantations, hereby certify that this document, duly  
executed in accordance with the provisions of Title 7 of the General Laws  
of Rhode Island, as amended, has been filed in this office on this day:

A handwritten signature in black ink that reads "A. Ralph Mollis".

A. RALPH MOLLIS

*Secretary of State*

