

Filing fee: \$50.00  
License fee: \$15.00 minimum  
(Section 7-1.1-124)

**APPLICATION FOR  
CERTIFICATE OF AUTHORITY  
OF  
GKN HAYWARD BAKER, INC.**

To the Secretary of State  
of the State of Rhode Island

Pursuant to the provisions of Section 7-1.1-103 of the General Laws, 1956, as amended, the undersigned 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:

FIRST: The name of the corporation is GKN HAYWARD BAKER, INC.

SECOND: The name which it elects to use in Rhode Island is

(If the name of the corporation does not contain the word "corporation," "company," "incorporated," or "limited," or an abbreviation of one of such words, insert the name of the corporation with the word or abbreviation which it elects to add thereto for use in Rhode Island;)

THIRD: It is incorporated under the laws of Delaware

FOURTH: The date of its incorporation is February 1, 1981 and the period of its duration is Perpetual

FIFTH: The address of its principal office in the state or country under the laws of which it is incorporated is Corporation Trust Center, 1209 Orange Street, Wilmington, DE 19801

SIXTH: The address of its proposed registered office in Rhode Island is 123 Dyer Street, Providence, R. I. 02903 and the name of its proposed registered agent in Rhode Island at that address is C T CORPORATION SYSTEM

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

GKN HAYWARD BAKER INC. is a geotechnical contracting company which offers its services to the construction industry for the purpose of modifying certain soil characteristics using the techniques of: compaction grouting; chemical grouting; consolidation grouting; dynamic deep compaction; vibro-compaction; vibro replacement (stone columns); mini-piles, lime injection; jet grouting; slurry wall; soil fixation; and ground freezing.

**EIGHTH: The names and respective addresses of its directors and officers are:**

<u>Name</u>	<u>Office</u>	<u>Address</u>
	Director	
SEE ATTACHED RIDER	Director	
	Director	
	President	
SEE ATTACHED RIDER	Vice President	
	Secretary	
	Treasurer	

**NINTH: 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 per Share or Statement that Shares are without Par Value</u>
1,000	Common	--	\$1.00

**TENTH: The aggregate number of its issued shares, 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 per Share or Statement that Shares are without Par Value</u>
1,000	Common	--	\$1.00

**ELEVENTH: An estimate of the value of all property to be owned by it for the following year, wherever located, is \$ 2,875,000**

**TWELFTH: An estimate of the value of its property to be located within Rhode Island during such year is \$ 0**

**THIRTEENTH: An estimate of the gross amount of business to be transacted by it during such year is \$ 21,000,000**

**FOURTEENTH: An estimate of the gross amount of business to be transacted by it at or from places of business in Rhode Island during such year is \$ 150,000**

**FIFTEENTH: This Application is accompanied by a copy of its articles of incorporation and all amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.**

Dated MARCH 3, 1989

GKN HAYWARD BAKER INC.

[Exact Corporate Name of Corporation Making Application]

By R. M. Rubright  
Its Vice President Robert M. Rubright  
and Richard N. Yale  
Its Asst. Secretary Richard N. Yale

STATE OF MARYLAND }  
COUNTY OF ANNE ARUNDEL } Sc.

At Baltimore in said County on the 3<sup>rd</sup> day  
of MARCH 1989, before me personally appeared  
Robert M. Rubright, who being by me first duly sworn, declared that  
he is the Vice-President of GKN HAYWARD BAKER INC.,  
that he signed the foregoing document as such Vice President of the  
corporation, and that the statements therein contained are true.

Ry. J. D. Lp.  
Notary Public

My Commission Expires July 1, 1990

(NOTARIAL SEAL)

54809  
ML

Rec'd & Filed MAR 22 1989  
#1 ML 155535

GKN HAYWARD BAKER INC.  
LIST OF DIRECTORS AND OFFICERS

<u>TITLE</u>	<u>NAME/ADDRESS</u>	<u>BIRTHDATE</u>	<u>S.S. NUMBER</u>
CHIEF EXECUTIVE CHAIRMAN	Dr. J. M. West GKN Keller Foundations 20 Woodland Gardens Muswell Hill London N10, England	8/28/37	Resident of United Kingdom
PRESIDENT DIRECTOR	Tom Dobson 1078 Foxcroft Run Annapolis, Maryland 21403	2/18/43	594-03-1268
DIRECTOR	M. P. Mosely GKN Keller Foundations 2 Astley Close Leamington Spa Warwickshire, England	9/5/40	Resident of United Kingdom
VICE PRESIDENT	Joseph P. Welsh, P.E. 219 St. Ives Drive Severna Park, Maryland 21146	3/6/33	172-26-1134
VICE PRESIDENT	James F. Henry 4615 Ridgecliff Drive Brandon, Florida 33511	8/18/45	528-68-7116
VICE PRESIDENT	Francis B. Gularte 1652 Harper Drive Ventura, California 93004	11/25/45	572-66-6143
VICE PRESIDENT	Robert M. Rubright 10036 Inkpen Place Ellicott City, Maryland 21043	6/10/51	196-40-7947
VICE PRESIDENT	George R. Grisham 1154 Bacon Ridge Road Crownsville, Maryland 21032	12/28/53	059-40-4865
ASSISTANT SECRETARY	Richard N. Yale 8509 Pine Run Court Ellicott City, Maryland 21043	10/20/57	220-74-6086
ASSISTANT SECRETARY	Janet F. Hannan 7722 Hanover Parkway, #101 Greenbelt, Maryland 20770	6/16/58	216-70-9816
SECRETARY TREASURER	Arnold Hoffman 1 New York Plaza New York, New York 10019	11/9/21	071-14-7961

RECEIVED  
SECRETARY OF STATE  
CORPORATIONS DIV.

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