



**PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2005**

Filing Period: January 1 - March 1 • Filing Fee: \$50.00  
(FORM MUST BE TYPED OR PRINTED IN BLACK)

1. Corporate ID No. 67609		2. Name of Corporation URS Holdings, Inc.			
3. Street Address Principal Business Office 600 MONTGOMERY ST., 25th FLOOR			City SAN FRANCISCO	State CA	Zip 94111
4. Business Phone No 415-774-2700		5. State of Incorporation DELAWARE		6. SIC Code 7518	
7. Brief Description of the Character of Business Conducted in Rhode Island COMPREHENSIVE ENVIRONMENTAL AND OTHER SPECIALIZED CONSULTING AND ENGINEERING SERVICES.					
8. NAMES AND ADDRESSES OF THE OFFICERS: ("X" BOX FOR ATTACHMENT) <input checked="" type="checkbox"/> FILL IN SPACES BEFORE USING ATTACHMENTS					
President Name GARY JANDEBIAN			Vice President Name KENT ANSWORTH		
Street Address 600 MONTGOMERY ST., 25th FL.			Street Address 600 MONTGOMERY ST., 25th FL.		
City SAN FRANCISCO	State CA	Zip 94111	City SAN FRANCISCO	State CA	Zip 94111
Secretary Name CAROL BRUMMERSTEDT			Treasurer Name JUDY L. RODGERS		
Street Address 600 MONTGOMERY ST., 25th FL.			Street Address 600 MONTGOMERY ST., 25th FL.		
City SAN FRANCISCO	State CA	Zip 94111	City SAN FRANCISCO	State CA	Zip 94111
9. NAMES AND ADDRESSES OF THE DIRECTORS: ("X" BOX FOR ATTACHMENT) <input type="checkbox"/> FILL IN SPACES BEFORE USING ATTACHMENTS					
Director Name JUDY L. RODGERS			Director Name JOSEPH MASTERS		
Street Address 600 MONTGOMERY ST., 25th FL.			Street Address 600 MONTGOMERY ST., 25th FL.		
City SAN FRANCISCO	State CA	Zip 94111	City SAN FRANCISCO	State CA	Zip 94111
Director Name KENT ANSWORTH			Director Name		
Street Address 600 MONTGOMERY ST., 25th FL.			Street Address		
City SAN FRANCISCO	State CA	Zip 94111	City	State	Zip
10. SHARES AUTHORIZED ("X" BOX FOR ATTACHMENT) <input type="checkbox"/>			11. SHARES ISSUED ("X" BOX FOR ATTACHMENT) <input type="checkbox"/>		
AUTHORIZED SHARES			ISSUED SHARES		
Number of Shares	Class/Series	Par Value	Number of Shares	Class/Series	Par Value
100 \$ <del>001</del> PAR VALUE	.001 PAR VALUE		100		.001

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



\*67609\*

File Date 2-18-05  
Check No. 062339  
By: KLB  
FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

Signature of Officer Kristin L. Jones Date 2-11-05  
Print or Type Name of Officer  
KRISTIN L. JONES  
Assistant Secretary  
Title of Officer

URS HOLDINGS, INC.  
Corporate ID No. 67609

**8. NAMES AND ADDRESSES OF THE OFFICERS, *continued***

<i>Senior Vice President</i>	<i>Vice President</i>
Jean-Yves Perez	Joseph Masters
<i>Street Address</i>	<i>Street Address</i>
8181 East Tufts Avenue	600 Montgomery St., 25th Floor
<i>City State Zip</i>	<i>City State Zip</i>
Denver, CO 80237	San Francisco, CA 94111
<i>Assistant Secretary</i>	<i>Vice President</i>
Kristin L. Jones	Peter J. Pedalino
<i>Street Address</i>	<i>Street Address</i>
600 Montgomery St., 25th Floor	One Mack Centre Dr., Mack-Cali II
<i>City State Zip</i>	<i>City State Zip</i>
San Francisco, CA 94111	Paramus, NJ 07652



**PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR** 2004

Filing Period: January 1 - March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED OR PRINTED IN BLACK)

1. Corporate ID No. <b>67609</b>		2. Name of Corporation <b>URS Holdings, Inc.</b>			
3. Street Address Principal Business Office <b>600 MONTGOMERY ST., 25th FLOOR</b>			City <b>SAN FRANCISCO</b>	State <b>CA</b>	Zip <b>94111</b>
4. Business Phone No. <b>415 774-2700</b>		5. State of Incorporation <b>DELAWARE</b>		6. SIC Code <b>7518</b>	
7. Brief Description of the Character of Business Conducted in Rhode Island <del>COMPREHENSIVE ENVIRONMENTAL AND OTHER SPECIALIZED CONSULTING AND ENGINEERING SERVICES</del> <b>HOLDING COMPANY</b>					
8. NAMES AND ADDRESSES OF THE OFFICERS: ("X" BOX FOR ATTACHMENT) <input checked="" type="checkbox"/> FILL IN SPACES BEFORE USING ATTACHMENTS					
President Name <b>GARY V. JANDEGIAN</b>			Vice President Name <b>KENT P. AINSWORTH</b>		
Street Address <b>600 MONTGOMERY ST., 25th FL.</b>			Street Address <b>600 MONTGOMERY ST., 25th FL.</b>		
City <b>SAN FRANCISCO</b>	State <b>CA</b>	Zip <b>94111</b>	City <b>SAN FRANCISCO</b>	State <b>CA</b>	Zip <b>94111</b>
Secretary Name <b>CAROL BRUMMERSTEDT</b>			Treasurer Name <b>DAVID C. NELSON</b>		
Street Address <b>600 MONTGOMERY ST., 25th FL.</b>			Street Address <b>600 MONTGOMERY ST., 25th FL.</b>		
City <b>SAN FRANCISCO</b>	State <b>CA</b>	Zip <b>94111</b>	City <b>SAN FRANCISCO</b>	State <b>CA</b>	Zip <b>94111</b>
9. NAMES AND ADDRESSES OF THE DIRECTORS: ("X" BOX FOR ATTACHMENT) <input type="checkbox"/> FILL IN SPACES BEFORE USING ATTACHMENTS					
Director Name <del>GARY</del> <b>DAVID C. NELSON</b>			Director Name <b>JOSEPH MASTERS</b>		
Street Address <b>600 MONTGOMERY ST., 25th FL.</b>			Street Address <b>600 MONTGOMERY ST., 25th FL.</b>		
City <b>SAN FRANCISCO</b>	State <b>CA</b>	Zip <b>94111</b>	City <b>SAN FRANCISCO</b>	State <b>CA</b>	Zip <b>94111</b>
Director Name <b>KENT P. AINSWORTH</b>			Director Name		
Street Address <b>600 MONTGOMERY ST., 25th FL.</b>			Street Address		
City <b>SAN FRANCISCO</b>	State <b>CA</b>	Zip <b>94111</b>	City	State	Zip
10. SHARES AUTHORIZED ("X" BOX FOR ATTACHMENT) <input type="checkbox"/>			11. SHARES ISSUED ("X" BOX FOR ATTACHMENT) <input type="checkbox"/>		
AUTHORIZED SHARES			ISSUED SHARES		
Number of Shares	Class/Series	Par Value	Number of Shares	Class/Series	Par Value
<b>100 \$001 PAR VALUE -&gt; .001</b>			<b>100</b>	<b>COMMON</b>	<b>\$.001</b>

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



\* 6 7 6 0 9 \*

File Date 2-9  
Check No. 1910  
By: ICP  
FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

Kristin L. Jones 1-19-04  
Signature of Officer Date  
**KRISTIN L. JONES**  
Print or Type Name of Officer  
**ASSISTANT SECRETARY**  
Title of Officer

**URS HOLDINGS, INC.**  
**Delaware Domestic**

**Directors**

David C. Nelson

Kent P. Ainsworth

Joseph Masters

600 Montgomery Street, 25<sup>th</sup> Floor  
San Francisco, CA 94111

**Officers**

Gary V. Jandegian / President  
600 Montgomery Street, 25<sup>th</sup> Floor  
San Francisco, CA 94111

Kent P. Ainsworth / Executive Vice President, CFO  
600 Montgomery Street, 25<sup>th</sup> Floor  
San Francisco, CA 94111

Carol Brummerstedt / Secretary  
600 Montgomery Street, 25<sup>th</sup> Floor  
San Francisco, CA 94111

David C. Nelson / Vice President & Treasurer  
600 Montgomery Street, 25<sup>th</sup> Floor  
San Francisco, CA 94111

Jean-Yves Perez / Senior Vice President  
8181 East Tufts Avenue  
Denver, CO 80237

Peter J. Pedalino / Vice President, Controller  
One Mack Centre Drive, Mack-Cali Centre II  
Paramus, NJ 07652

Joseph Masters / Vice President  
600 Montgomery Street, 25<sup>th</sup> Floor  
San Francisco, CA 94111

Kristin L. Jones / Assistant Secretary  
600 Montgomery Street, 25<sup>th</sup> Floor  
San Francisco, CA 94111



**PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2003**  
Filing Period: January 1-March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED OR PRINTED IN BLACK)

1. Corporate ID No. **67609** 2. Name of Corporation **URS Holdings, Inc.**  
3. Street Address Principal Business Office **100 California Street, Suite 500** City **San Francisco** State **CA** Zip **94111**  
4. Business Phone No. **415-774-2700** 5. State of Incorporation **DELAWARE** 6. SIC Code **7518**  
7. Brief Description of the Character of Business Conducted in Rhode Island  
**holding company**

**8. NAMES AND ADDRESSES OF THE OFFICERS (\*X\* BOX FOR ATTACHMENT) FILL IN SPACES BEFORE USING ATTACHMENTS**

President Name <b>Irwin L. Rosenstein</b>	Vice President Name <b>Kent P. Ainsworth</b>
Street Address <b>One Penn Plaza, Suite 610</b>	Street Address <b>100 California St., Suite 500</b>
City <b>New York</b> State <b>NY</b> Zip <b>10119</b>	City <b>San Francisco</b> State <b>CA</b> Zip <b>94111</b>
Secretary Name <b>Carol Brummerstedt</b>	Treasurer Name <b>David C. Nelson</b>
Street Address <b>100 California St., Suite 500</b>	Street Address <b>100 California St., Suite 500</b>
City <b>San Francisco</b> State <b>CA</b> Zip <b>94111</b>	City <b>San Francisco</b> State <b>CA</b> Zip <b>94111</b>

**9. NAMES AND ADDRESSES OF THE DIRECTORS (\*X\* BOX FOR ATTACHMENT) FILL IN SPACES BEFORE USING ATTACHMENTS**

Director Name <b>Joseph Masters</b>	Director Name <b>Kent P. Ainsworth</b>
Street Address <b>100 California Street, Suite 500</b>	Street Address <b>100 California Street, Suite 500</b>
City <b>San Francisco</b> State <b>Ca</b> Zip <b>94111</b>	City <b>San Francisco</b> State <b>CA</b> Zip <b>94111</b>
Director Name <b>David C. Nelson</b>	
Street Address <b>100 California St., Suite 500</b>	
City <b>San Francisco</b> State <b>CA</b> Zip <b>94111</b>	

**10. SHARES AUTHORIZED (\*X\* BOX FOR ATTACHMENT)**

AUTHORIZED SHARES	Class/Series	Par Value
100 <del>200</del> PAR VALUE	<b>COMMON</b>	
.001 PAR VALUE		

**11. SHARES ISSUED (\*X\* BOX FOR ATTACHMENT)**

ISSUED SHARES	Class/Series	Par Value
100	<b>COMMON</b>	<b>\$.001</b>

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



\* 6 7 6 0 9 \*

File Date: 2/3/03  
Check No: 1489  
By: SW

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

Signature of Officer: [Signature] Date: 1/29/03  
**Kristin L. Jones**  
Print or Type Name of Officer  
**Assistant Secretary**  
Title of Officer

URS HOLDINGS, INC.  
Corporate ID No. 67609

<b>8. NAMES AND ADDRESSES OF THE OFFICERS, continued</b>	
<i>Senior Vice President</i> Jean-Yves Perez	<i>Vice President</i> Joseph Masters
<i>Street Address</i> 8181 East Tufts Avenue	<i>Street Address</i> 100 California Street, Suite 500
<i>City State Zip</i> Denver, CO 80237	<i>City State Zip</i> San Francisco, CA 94111
<i>Assistant Secretary</i> Kristin L. Jones	<i>Vice President</i>
<i>Street Address</i> 100 California Street, Suite 500	<i>Street Address</i>
<i>City State Zip</i> San Francisco, CA 94111	<i>City State Zip</i>



PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2002

Filing Period: January 1-March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No. **67609** 2. Name of Corporation **Dames & Moore Group**  
3. Street Address Principal Business Office **100 CALIFORNIA ST., SUITE 500** City **SAN FRANCISCO** State **CA** Zip **94111**  
4. Business Phone No. **415-774-2700** 5. State of Incorporation **DELAWARE** 6. SIC Code **7518**

7. Brief Description of the Character of Business Conducted in Rhode Island  
**CONSULTING SERVICES**

8. NAMES AND ADDRESSES OF THE OFFICERS (\*X\* BOX FOR ATTACHMENT) **FILL IN SPACES BEFORE USING ATTACHMENTS**

President Name <b>IRWIN L. ROSENSTEIN</b>	Vice President Name <b>KENT P. AINSWORTH</b>
Street Address <b>ONE PENN PLAZA, STE. 610</b>	Street Address <b>100 CALIFORNIA ST., SUITE 500</b>
City State Zip <b>NEW YORK NY 10119</b>	City State Zip <b>SAN FRANCISCO CA 94111</b>
Secretary Name <b>CAROL BRUMMERSTEDT</b>	Treasurer Name <b>DAVID C. NELSON</b>
Street Address <b>100 CALIFORNIA ST., STE. 500</b>	Street Address <b>100 CALIFORNIA ST., STE. 500</b>
City State Zip <b>SAN FRANCISCO CA 94111</b>	City State Zip <b>SAN FRANCISCO CA 94111</b>

9. NAMES AND ADDRESSES OF THE DIRECTORS (\*X\* BOX FOR ATTACHMENT) **FILL IN SPACES BEFORE USING ATTACHMENTS**

Director Name <b>JOSEPH MASTERS</b>	Director Name <b>MARTIN M. KOFFEL</b>
Street Address <b>100 CALIFORNIA ST., STE. 500</b>	Street Address <b>100 CALIFORNIA ST., STE. 500</b>
City State Zip <b>SAN FRANCISCO CA 94111</b>	City State Zip <b>SAN FRANCISCO CA 94111</b>
Director Name <b>KENT P. AINSWORTH</b>	Director Name
Street Address <b>100 CALIFORNIA ST., STE. 500</b>	Street Address
City State Zip <b>SAN FRANCISCO CA 94111</b>	City State Zip

10. SHARES AUTHORIZED (\*X\* BOX FOR ATTACHMENT)

AUTHORIZED SHARES		
Number of Shares	Class/Series	Par Value
<b>100 \$,000 PAR VALUE</b>	<b>COMMON</b>	<b>.001</b>

11. SHARES ISSUED (\*X\* BOX FOR ATTACHMENT)

ISSUED SHARES		
Number of Shares	Class/Series	Par Value
<b>100</b>	<b>COMMON</b>	<b>.001</b>

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



\* 6 7 6 0 9 \*

File Date: 1-17-02  
Check No.: 1094  
By: [Signature]

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

Signature of Officer [Signature] Date 1/14/02  
Print or Type Name of Officer CAROL BRUMMERSTEDT  
Title of Officer Assistant Secretary

**DAMES & MOORE GROUP**  
**Delaware Domestic**

**Officers, continued**

Paul J. Sanner / Senior Vice President  
100 California Street, Suite 500  
San Francisco, CA 94111

Jean-Yves Perez / Senior Vice President  
8181 East Tufts Avenue  
Denver, CO 80237

Joseph Masters / Vice President  
100 California Street, Suite 500  
San Francisco, CA 94111

Kristin L. Jones / Assistant Secretary  
100 California Street, Suite 500  
San Francisco, CA 94111

**PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2001**  
Filing Period: January 1-March 1 • Filing Fee: \$50.00



(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No. **67609** 2. Name of Corporation **Dames & Moore Group**

3. Street Address Principal Business Office  
**100 California Street, Suite 500** City **San Francisco** State **CA** Zip **94111**

4. Business Phone No. **415-774-2700** 5. State of Incorporation **DELAWARE** 6. SIC Code **7518**

7. Brief Description of the Character of Business Conducted in Rhode Island  
**engineering consulting services**

**8. NAMES AND ADDRESSES OF THE OFFICERS (\*X\* BOX FOR ATTACHMENT) X-FILL IN SPACES BEFORE USING ATTACHMENTS**

President Name <b>Irwin E. Rošeňstein</b>	Vice President Name <b>Kent P. Ainsworth</b>
Street Address <b>One Penn Plaza, Suite 610</b>	Street Address <b>100 California Street, Suite 500</b>
City State Zip <b>New York NY 10119</b>	City State Zip <b>San Francisco CA 94111</b>
Secretary Name <b>Kent P. Ainsworth</b>	Treasurer Name <b>David C. Nelson</b>
Street Address <b>100 California Street, Suite 500</b>	Street Address <b>100 California Street, Suite 500</b>
City State Zip <b>San Francisco CA 94111</b>	City State Zip <b>San Francisco CA 94111</b>

**9. NAMES AND ADDRESSES OF THE DIRECTORS (\*X\* BOX FOR ATTACHMENT) FILL IN SPACES BEFORE USING ATTACHMENTS**

Director Name <b>Joseph Masters</b>	Director Name <b>Kent P. Ainsworth</b>
Street Address <b>100 California Street, Suite 500</b>	Street Address <b>100 California Street, Suite 500</b>
City State Zip <b>San Francisco CA 94111</b>	City State Zip <b>San Francisco CA 94111</b>
Director Name <b>Martin M. Koffel</b>	Director Name
Street Address <b>100 California Street, Suite 500</b>	Street Address
City State Zip <b>San Francisco CA 94111</b>	City State Zip

**10. SHARES AUTHORIZED (\*X\* BOX FOR ATTACHMENT)**

AUTHORIZED SHARES

Number of Shares	Class/Series	Par Value
<b>100</b>	<b>PAR VALUE</b>	<b>.001</b>
<i>a typo</i>		

**11. SHARES ISSUED (\*X\* BOX FOR ATTACHMENT)**

ISSUED SHARES

Number of Shares	Class/Series	Par Value
<b>100</b>	<b>common</b>	<b>.001</b>

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee.



\* 6 7 6 0 9 \*

File Date: 1/26  
Check No.: 26625  
By: cc

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

*Kristin L. Jones*  
Signature of Officer \_\_\_\_\_ Date 1/23/01  
Kristin L. Jones  
Print or Type Name of Officer  
Assistant Secretary  
Title of Officer

**DAMES & MOORE GROUP**  
**Delaware Domestic**

*all terms expire November 1, 2001*

**Directors**

Martin M. Koffel

Kent P. Ainsworth

Joseph Masters

100 California Street, Suite 500  
San Francisco, CA 94111

**Officers**

Irwin L. Rosenstein / President  
One Penn Plaza, Suite 610  
New York, NY 10119

Kent P. Ainsworth / Executive Vice President, CFO & Secretary  
100 California Street, Suite 500  
San Francisco, CA 94111

David C. Nelson / Vice President & Treasurer  
100 California Street, Suite 500  
San Francisco, CA 94111

Paul J. Sanner / Senior Vice President  
100 California Street, Suite 500  
San Francisco, CA 94111

Jean-Yves Perez / Senior Vice President  
4592 South Ulster Street  
Denver, CO 80237

Joseph Masters / Vice President  
100 California Street, Suite 500  
San Francisco, CA 94111

Kristin L. Jones / Assistant Secretary  
100 California Street, Suite 500  
San Francisco, CA 94111



**PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2000**

Filing Period: January 1-March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No. **67609** 2. Name of Corporation **Dames & Moore Group \*\*THE NAME IN RI IS: Dames & Moore Group, Inc. \***  
 3. Street Address Principal Business Office **100 California Street, Suite 500** City **San Francisco** State **CA** Zip **94111**  
 4. Business Phone No. **415-774-2700** 5. State of Incorporation **DELAWARE** 6. SIC Code **7518**

7. Brief Description of the Character of Business Conducted in Rhode Island  
**engineering consulting services**

**8. NAMES AND ADDRESSES OF THE OFFICERS (\*X\* BOX FOR ATTACHMENT) X FILL IN SPACES BEFORE USING ATTACHMENTS**

President Name <b>Irwin L. Rosenstein</b> Street Address <b>One Penn Plaza, Suite 610</b> City <b>New York</b> State <b>NY</b> Zip <b>10119</b>	Vice President Name <b>Kent P. Ainsworth</b> Street Address <b>100 California Street, Suite 500</b> City <b>San Francisco</b> State <b>CA</b> Zip <b>94111</b>
Secretary Name <b>Kent P. Ainsworth</b> Street Address <b>100 California Street, Suite 500</b> City <b>San Francisco</b> State <b>CA</b> Zip <b>94111</b>	Treasurer Name <b>Cynthia Jorgensen</b> Street Address <b>100 California Street, Suite 500</b> City <b>San Francisco</b> State <b>CA</b> Zip <b>94111</b>

**9. NAMES AND ADDRESSES OF THE DIRECTORS (\*X\* BOX FOR ATTACHMENT) FILL IN SPACES BEFORE USING ATTACHMENTS**

Director Name <b>Martin M. Koffel</b> Street Address <b>100 California Street, Suite 500</b> City <b>San Francisco</b> State <b>CA</b> Zip <b>94111</b>	Director Name <b>Kent P. Ainsworth</b> Street Address <b>100 California Street, Suite 500</b> City <b>San Francisco</b> State <b>CA</b> Zip <b>94111</b>
Director Name <b>Joseph Masters</b> Street Address <b>100 California Street, Suite 500</b> City <b>San Francisco</b> State <b>CA</b> Zip <b>94111</b>	Director Name  Street Address  City State Zip

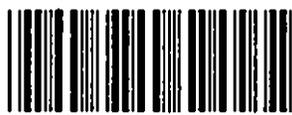
**10. SHARES AUTHORIZED (\*X\* BOX FOR ATTACHMENT)**

AUTHORIZED SHARES	Class/Series	Par Value
<del>20,000,000</del> <b>100</b>	<del>00.01 PAR VAL</del> <b>aa -</b>	<b>.001</b>

**11. SHARES ISSUED (\*X\* BOX FOR ATTACHMENT)**

ISSUED SHARES	Class/Series	Par Value
<b>100</b>	<b>-</b>	<b>.001</b>

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Recelver or Trustee



\* 6 7 6 0 9 \*

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

*Carol Brummerstedt* 1/31/00  
Signature of Officer Date

**Carol Brummerstedt**  
Print or Type Name of Officer **Assistant Secretary**

File Date: \_\_\_\_\_  
Check No.: \_\_\_\_\_  
By: \_\_\_\_\_

Title of Officer

6 726 4

**DAMES & MOORE GROUP**  
**Annual Report for the Year 2000**

**Item 8 / continued**

Paul J. Sanner / Vice President  
100 California Street, Suite 500  
San Francisco, CA 94111

Joseph Masters / Vice President  
100 California Street, Suite 500  
San Francisco, CA 94111

Carol Brummerstedt / Assistant Secretary  
100 California Street, Suite 500  
San Francisco, CA 94111



**PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 1999**

Filing Period: January 1-March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No. <b>67809</b>		2. Name of Corporation <b>Dames &amp; Moore Group **THE NAME IN RI IS: Dames &amp; Moore Group, Inc. **</b>			
3. Street Address Principal Business Office <b>911 Wilshire Blvd., Suite 700</b>			City <b>Los Angeles</b>	State <b>CA</b>	Zip <b>90017</b>
4. Business Phone No. <b>(213) 996-2200</b>		5. State of Incorporation <b>DELAWARE</b>		6. SIC Code <b>7518</b>	
7. Brief Description of the Character of Business Conducted in Rhode Island <b>Global engineering and construction services</b>					
8. NAMES AND ADDRESSES OF THE OFFICERS (*X* BOX FOR ATTACHMENT) <input checked="" type="checkbox"/> FILL IN SPACES BEFORE USING ATTACHMENTS					
President Name <b>Arthur C. Darrow</b>			Vice President Name <b>Henry Klehn, Jr.</b>		
Street Address <b>911 Wilshire Blvd., Suite 700</b>			Street Address <b>911 Wilshire Blvd., Suite 700</b>		
City <b>Los Angeles</b>	State <b>CA</b>	Zip <b>90017</b>	City <b>Los Angeles</b>	State <b>CA</b>	Zip <b>90017</b>
Secretary Name <b>Mark A. Snell</b>			Treasurer Name <b>Mark A. Snell</b>		
Street Address <b>911 Wilshire Blvd., Suite 700</b>			Street Address <b>911 Wilshire Blvd., Suite 700</b>		
City <b>Los Angeles</b>	State <b>CA</b>	Zip <b>90017</b>	City <b>Los Angeles</b>	State <b>CA</b>	Zip <b>90017</b>
9. NAMES AND ADDRESSES OF THE DIRECTORS (*X* BOX FOR ATTACHMENT) <input checked="" type="checkbox"/> FILL IN SPACES BEFORE USING ATTACHMENTS					
Director Name <b>Ursula M. Burns</b>			Director Name <b>Robert F. Clarke</b>		
Street Address <b>1350 Jefferson Road 801-05C</b>			Street Address <b>900 Richards Street</b>		
City <b>Rochester</b>	State <b>NY</b>	Zip <b>14623</b>	City <b>Honolulu</b>	State <b>Hawaii</b>	Zip <b>96813</b>
Director Name <b>Arthur C. Darrow</b>			Director Name <b>Gary R. Krieger</b>		
Street Address <b>911 Wilshire Blvd., Suite 700</b>			Street Address <b>633 Seventeenth St., Suite 2500</b>		
City <b>Los Angeles</b>	State <b>CA</b>	Zip <b>90017</b>	City <b>Denver</b>	State <b>CO</b>	Zip <b>80202</b>
10. SHARES AUTHORIZED (*X* BOX FOR ATTACHMENT) <input checked="" type="checkbox"/>			11. SHARES ISSUED (*X* BOX FOR ATTACHMENT) <input checked="" type="checkbox"/>		
AUTHORIZED SHARES			ISSUED SHARES		
Number of Shares	Class/Series	Par Value	Number of Shares	Class/Series	Par Value
<b>54,000,000</b>	<b>Common</b>	<b>\$0.01</b>	<b>22,781,000</b>	<b>Common</b>	<b>\$0.01</b>
<b>28,000,000</b>	<b>\$0.01 PAR VAL</b>				
<b>1,000,000</b>	<b>Preferred</b>	<b>\$0.01</b>	<b>-0-</b>	<b>Preferred</b>	<b>\$0.01</b>

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



\* 6 7 6 0 9 \*

File Date: 1/25/99  
Check No.: 99609473

By: [Signature]  
FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

[Signature]  
Signature of Officer  
**Mark A. Snell**  
Date  
**Executive VP, CFO & Secretary**  
Print or Type Name of Officer  
Title of Officer

**DAMES & MOORE GROUP  
ADDITIONAL DIRECTORS**

George D. Leal

Dames & Moore Group  
911 Wilshire Blvd., Suite 700  
Los Angeles, CA 90017

A. Ewan Macdonald

Macdonald & Associates Consulting  
2307 Bush Street  
San Francisco, CA 94115

Michael R. Pcevey

New Energy Ventures, Inc.  
1000 Wilshire Blvd., Suite 500  
Los Angeles, CA 90017

Harald Peipers

HTP Projektentwicklung GmbH  
Bismarckstr. 39  
45128 Essen, Germany

Arthur E. Williams

2151 Rio Nuevo Drive  
N. Fort Myers, FL 33197

8/21/98

**PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 1998**

Filing Period: January 1-March 1 • Filing Fee: \$50.00



(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No. **67609** 2. Name of Corporation **Dames & Moore, Inc.**  
3. Street Address Principal Business Office **911 Wilshire Blvd., Suite 700** City **Los Angeles** State **CA** Zip **90017**  
4. Business Phone No. **(213) 996-2200** 5. State of Incorporation **DELAWARE** 6. SIC Code **7518**

7. Brief Description of the Character of Business Conducted in Rhode Island  
**Comprehensive environmental and other specific consulting and engineering services.**

8. NAMES AND ADDRESSES OF THE OFFICERS (\*X\* BOX FOR ATTACHMENT) X

President Name <b>Arthur C. Darrow</b>	Vice President Name <b>Henry Klehn, Jr.</b>
Street Address <b>911 Wilshire Blvd., Suite 700</b>	Street Address <b>911 Wilshire Blvd., Suite 700</b>
City State Zip <b>Los Angeles CA 90017</b>	City State Zip <b>Los Angeles CA 90017</b>
Secretary Name <b>Mark A. Snell</b>	Treasurer Name <b>Mark A. Snell</b>
Street Address <b>911 Wilshire Blvd., Suite 700</b>	Street Address <b>911 Wilshire Blvd., Suite 700</b>
City State Zip <b>Los Angeles CA 90017</b>	City State Zip <b>Los Angeles CA 90017</b>

9. NAMES AND ADDRESSES OF THE DIRECTORS (\*X\* BOX FOR ATTACHMENT) X

Director Name <b>Ursula Burns</b>	Director Name <b>Gary Krieger</b>
Street Address <b>1350 Jefferson Road 801-05C</b>	Street Address <b>633 Seventeenth St., #2500</b>
City State Zip <b>Rochester NY 14623</b>	City State Zip <b>Los Angeles CA 80202</b>
Director Name <b>Robert F. Clarke</b>	Director Name <b>George D. Leal</b>
Street Address <b>900 Richards Street</b>	Street Address <b>911 Wilshire Blvd., Suite 700</b>
City State Zip <b>Honolulu Hawaii 96813</b>	City State Zip <b>Los Angeles CA 90017</b>

10. SHARES AUTHORIZED (\*X\* BOX FOR ATTACHMENT)

Number of Shares	Class/Series	Par Value
1,000,000	Preferred	\$0.01
27,000,000	Common	\$0.01

11. SHARES ISSUED (\*X\* BOX FOR ATTACHMENT)

Number of Shares	Class/Series	Par Value
-0-	Preferred	\$0.01
22,742,000	Common	\$0.01

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



\* 6 7 6 0 9 \*

File Date: 2-17-98  
Check No.: 95554779  
By: [Signature]

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

[Signature] Feb. 2, 1998  
Signature of Officer Date

Mark A. Snell  
Print or Type Name of Officer  
Executive VP, CFO, Secy  
Title of Officer

**DAMES & MOORE, INC.**  
**OFFICERS**  
Corporate ID No. 67609

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
George D. Leal	Chairman of the Board	911 Wilshire Blvd., Suite 700 Los Angeles, CA 90017
Robert M. Perry	Executive Vice President, Corporate Affairs	911 Wilshire Blvd., Suite 700 Los Angeles, CA 90017
Leslie S. Puget	Corporate Controller	911 Wilshire Blvd., Suite 700 Los Angeles, CA 90017
Kevin J. Freeman	Senior Vice President/ Division Manager - Western North America	500 Market Place Tower 2025 First Avenue Seattle, WA 98121
William D. Webb	Senior Vice President/ Division Manager - Eastern North America	5301 77 Center Drive, Suite 41 Charlotte, NC 28217
Glenn D. Martin	Senior Vice President/ Division Manager - Central	One Continental Towers 1701 Golf Road, Suite 1000 Rolling Meadows, IL 60008
Richard C. Tucker	Senior Vice President/ Division Manager - Government Services	7101 Wisconsin Ave., Suite 700 Bethesda, MD 20814-4870
Peter G. Rowley	Senior Vice President/ Division Manager - International	Booth House 15-17 Church Street Twickenham, England TW1 3NJ

9/9/96

**DAMES & MOORE, INC.**  
**DIRECTORS**  
**Corporate ID No. 67609**

Arthur C. Darrow	Dames & Moore Group 911 Wilshire Blvd., Suite 700 Los Angeles, CA 90017
E. Ewan Macdonald	Macdonald & Associates Consulting 87 Wharf Road P.O. Box 653 Bolina, CA 94924
Anthony R. Moore	BZW (Barclays De Zoete Wedd) #5 The North Colonnade, Canary Wharf London E14 4BB, England
Michael R. Peevey	New Energy Ventures, Inc. 1000 Wilshire Blvd., Suite 500 Los Angeles, CA 90017
Harald Peipers	HTP Projektentwicklung GmbH Bismarckstr. 39 45128 Essen, Germany
Robert M. Perry	Dames & Moore Group 911 Wilshire Blvd., Suite 700 Los Angeles, CA 90017
Arthur E. Williams	2151 Rio Nuevo Drive N. Fort Myers, FL 33197

1/21/98

**PROFIT CORPORATION ANNUAL REPORT 1997**

Filing Period: January 1-March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED IN BLACK)



1. Corporate ID No. **67609** 2. Name of Corporation **Dames & Moore, Inc.**  
3. Street Address Principal Business Office **911 Wilshire Blvd., Suite 700** City **Los Angeles** State **CA** Zip **90017**  
4. Business Phone No. **(213)683-1560** 5. State of Incorporation **DELAWARE** 6. SIC Code **7518**  
7. Brief Description of the Character of Business Conducted in Rhode Island **Provide discrete as well as integrated full-service engineering, environmental, construction mangement and litigation support services.**

8. NAMES AND ADDRESSES OF THE OFFICERS (\*X\* BOX FOR ATTACHMENT) **X**

President Name <b>Arthur C. Darrow</b> Street Address <b>911 Wilshire Blvd., Suite 700</b> City <b>Los Angeles</b> State <b>CA</b> Zip <b>90017</b>	Vice President Name <b>Mark A. Snell</b> Street Address <b>911 Wilshire Blvd., Suite 700</b> City <b>Los Angeles</b> State <b>CA</b> Zip <b>90017</b>
Secretary Name <b>Mark A. Snell</b> Street Address <b>911 Wilshire Blvd., Suite 700</b> City <b>Los Angeles</b> State <b>CA</b> Zip <b>90017</b>	Treasurer Name <b>Mark A. Snell</b> Street Address <b>911 Wilshire Blvd., Suite 700</b> City <b>Los Angeles</b> State <b>CA</b> Zip <b>90017</b>

9. NAMES AND ADDRESSES OF THE DIRECTORS (\*X\* BOX FOR ATTACHMENT) **X**

Director Name <b>George D. Leal</b> Street Address <b>911 Wilshire Blvd., Suite 700</b> City <b>Los Angeles</b> State <b>CA</b> Zip <b>90017</b>	Director Name <b>Robert M. Perry</b> Street Address <b>911 Wilshire Blvd., Suite 700</b> City <b>Los Angeles</b> State <b>CA</b> Zip <b>90017</b>
Director Name <b>Arthur C. Darrow</b> Street Address <b>911 Wilshire Blvd., Suite 700</b> City <b>Los Angeles</b> State <b>CA</b> Zip <b>90017</b>	Director Name <b>John P. Trudinger</b> Street Address <b>633 Seventeenth St., Suite 2500</b> City <b>Denver</b> State <b>CO</b> Zip <b>80202</b>

10. SHARES AUTHORIZED AND ISSUED (\*X\* BOX FOR ATTACHMENT)

AUTHORIZED SHARES			ISSUED SHARES		
Number of Shares	Class/Series	Par Value	Number of Shares	Class/Series	Par Value
27,000,000	Common	\$0.01	22,725,000	Common	\$01.01
1,000,000	Preferred	\$0.01	1,000,000	Preferred	\$01.01

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



\* 6 7 6 0 9 \*

File Date: 1/27/97  
Check No.: 95500369  
By: CS

FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

Signature of Officer: Mark A. Snell Date: 1-21-97

Print or Type Name of Officer: Mark A. Snell  
Title of Officer: Executive VP, CFO, Corp. Secretary

**DAMES & MOORE, INC.**  
**Corporate ID No. 67609**

**ADDITIONAL OFFICERS**

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
George D. Leal	Chairman of the Board	911 Wilshire Blvd., Suite 700 Los Angeles, CA 90017
Henry Klehn, Jr.	Executive Vice President, Corporate Development	911 Wilshire Blvd., Suite 700 Los Angeles, CA 90017
Robert M. Perry	Executive Vice President, Corporate Affairs	911 Wilshire Blvd., Suite 700 Los Angeles, CA 90017
Leslie S. Puget	Corporate Controller	911 Wilshire Blvd., Suite 700 Los Angeles, CA 90017
Kevin J. Freeman	Senior Vice President/ Division Manager - Western North America	500 Market Place Tower 2025 First Avenue Seattle, WA 98121
William D. Webb	Senior Vice President/ Division Manager - Eastern North America	5301 77 Center Drive, Suite 41 Charlotte, NC 28217
Glenn D. Martin	Senior Vice President/ Division Manager - Central	One Continental Towers 1701 Golf Road, Suite 1000 Rolling Meadows, IL 60008
Richard C. Tucker	Senior Vice President/ Division Manager - Government Services	7101 Wisconsin Ave., Suite 700 Bethesda, MD 20814-4870
Peter G. Rowley	Senior Vice President/ Division Manager - International	Booth House 15-17 Church Street Twickenham, England TW1 3NJ

**DAMES & MOORE, INC.**  
**Corporate ID No. 67609**

**ADDITIONAL DIRECTORS**

Richard C. Tucker	7101 Wisconsin Avenue, Suite 700 Bethesda, MD 20814-4870
Norman A. Barkeley	Ducommun Incorporated 23301 S. Wilmington Avenue Carson, CA 90745
Anthony R. Moore	Barclays De Zoete Wedd Ebbgate House, 2 Swan Lane London, EC4R 3TS, England
Michael R. Peevey	1322 Verdugo Blvd. La Canada, CA 91011
Harald Peipers	HTP Projektentwicklung GmbH Brunnenstrasse 29 Essen, Germany 45128

# PROFIT CORPORATION ANNUAL REPORT

## 1996



State of Rhode Island and Providence Plantations  
James R. Langevin, *Secretary of State*  
Corporations Division  
100 North Main Street  
Providence, Rhode Island 02903-1335 • (401) 277-3040

Filing Period: January 1-March 1  
Filing Fee: \$50.00

PLEASE TYPE OR PRINT IN BLACK INK.

1. CORPORATE ID NO. 67609		2. NAME OF CORPORATION Dames & Moore, Inc.	
3. STREET ADDRESS PRINCIPAL BUSINESS OFFICE 911 Wilshire Blvd., Suite 700		CITY Los Angeles	STATE CA
4. BUSINESS PHONE NO. (213)683-1560		5. STATE OF INCORPORATION DELAWARE	8. SIC CODE 7518
7. BRIEF DESCRIPTION OF THE CHARACTER OF BUSINESS CONDUCTED IN RHODE ISLAND Comprehensive environmental & other specialized consulting & engineering services			

### 8. NAMES AND ADDRESSES OF THE OFFICERS

PRESIDENT NAME Arthur C. Darrow			VICE PRESIDENT NAME Henry Klehn, Jr.		
STREET ADDRESS 911 Wilshire Blvd., Suite 700			STREET ADDRESS 911 Wilshire Blvd., Suite 700		
CITY Los Angeles	STATE CA	ZIP CODE 90017	CITY Los Angeles	STATE CA	ZIP CODE 90017
SECRETARY NAME Luke F. Botica			TREASURER NAME Luke F. Botica		
STREET ADDRESS 911 Wilshire Blvd., Suite 700			STREET ADDRESS 911 Wilshire Blvd., Suite 700		
CITY Los Angeles	STATE CA	ZIP CODE 90017	CITY Los Angeles	STATE CA	ZIP CODE 90017

### 9. NAMES AND ADDRESSES OF THE DIRECTORS

DIRECTOR NAME George D. Leal			DIRECTOR NAME Robert M. Perry		
STREET ADDRESS 911 Wilshire Blvd., Suite 700			STREET ADDRESS 911 Wilshire Blvd., Suite 700		
CITY Los Angeles	STATE CA	ZIP CODE 90017	CITY Los Angeles	STATE CA	ZIP CODE 90017
DIRECTOR NAME Arthur C. Darrow			DIRECTOR NAME John P. Trudinger		
STREET ADDRESS 911 Wilshire Blvd., Suite 700			STREET ADDRESS 633 17th Street, Suite 2500		
CITY Los Angeles	STATE CA	ZIP CODE 90017	CITY Denver	STATE CO	ZIP CODE 80202

### 10. SHARES AUTHORIZED AND ISSUED

AUTHORIZED SHARES			ISSUED SHARES		
NUMBER OF SHARES	CLASS / SERIES	PAR VALUE	NUMBER OF SHARES	CLASS / SERIES	PAR VALUE
27,000,000	Common	\$0.01	22,608,506	Common	\$0.01
1,000,000	Preferred	\$0.01	--	Preferred	\$0.01

This report must be **SIGNED IN INK** by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

File Date: 2/26/96

Check No: 95451677

By: CP  
For Secretary of State Use Only

*Luke F. Botica*  
Signature of Officer

Luke F. Botica

Print or Type Name of Officer

Exec. V.P., CFO, Secy

Title of Officer

2/23/96

Date

**DAMES & MOORE, INC.**

**DIRECTORS**

George D. Leal	911 Wilshire Blvd., Suite 700 Los Angeles, CA 90017
Arthur C. Darrow	911 Wilshire Blvd., Suite 700 Los Angeles, CA 90017
Robert M. Perry	911 Wilshire Blvd., Suite 700 Los Angeles, CA 90017
John P. Trudinger	633 Seventeenth Street, Suite 2500 Denver, CO 80202-3625
Richard C. Tucker	7101 Wisconsin Avenue, Suite 700 Bethesda, MD 20814-4870
Norman A. Barkeley	Ducommun Incorporated 23301 S. Wilmington Avenue Carson, CA 90745
Robert J. Lynch, Jr.	American and Foreign Enterprises, Inc. 375 Park Avenue, Suite 1309 New York, NY 10152
Anthony R. Moore	Barclays De Zoete Wedd Ebbgate House, 2 Swan Lane London, EC4R 3TS, England
Michael R. Peevey	1322 Verdugo Blvd. La Canada, CA 91011
Harald Peipers	c/o R. D. Gourley & Co. 501 South First Avenue Arcadia, CA 91006
James Seitz	16612 Avenida Molino Viejo Rancho Santa Fe, CA 92067 Mailing Address: P. O. Box 9517 Rancho Santa Fe, CA 92067



**ANNUAL REPORT**

Please Type or Print  
 File Annually - Jan. 1 - March 1  
 Filing Fee \$50.00

Make Checks Payable to: Secretary of State

**ALL ENTRIES MUST BE COMPLETED IN FULL OR THE FORM WILL BE RETURNED.**

0057609

1995

Corporate ID: \_\_\_\_\_ Annual Report for the year: \_\_\_\_\_

Name of Corporation: Dames & Moore, Inc.

Business entity organized under the laws of the State of: Delaware

Business Entity is (check one):

For foreign entity, address and telephone number of principal office:

Business Corporation (See RIGL Chapter 7-1.1)

911 Wilshire Blvd., Suite 700

Professional Service Corporation (See RIGL Chapter 7-5.1)

Los Angeles, CA 90017

Phone: ( 213 ) 683-1560

Brief statement of the character of business conducted in Rhode Island:

Address and telephone of the principal office of business entity in Rhode

Comprehensive environmental and

Island (Provide street address - Not P.O. Box):

other specialized consulting and

None

engineering services.

Phone: ( ) \_\_\_\_\_

**THE NAMES OF THE OFFICERS ARE:**

PRESIDENT	STREET ADDRESS	CITY/STATE	ZIP CODE
See attached			
VICE PRESIDENT	STREET ADDRESS	CITY/STATE	ZIP CODE
SECRETARY	STREET ADDRESS	CITY/STATE	ZIP CODE
TREASURER	STREET ADDRESS	CITY/STATE	ZIP CODE

See attached

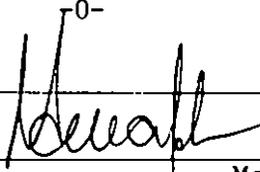
**THE NAMES OF THE DIRECTORS ARE:**

NAME	STREET ADDRESS	CITY/STATE	ZIP CODE
See attached			
NAME	STREET ADDRESS	CITY/STATE	ZIP CODE
NAME	STREET ADDRESS	CITY/STATE	ZIP CODE

See attached

NUMBER OF SHARES AUTHORIZED (Rider may be attached)		NUMBER OF SHARES ISSUED AND OUTSTANDING (Rider may be attached)	
Number of Shares	Class / Series	Number of Shares	Class / Series
27,000,000	Common	22,608,506	Common
1,000,000	Preferred	0-	Preferred

Date February 1, 19 95

By: 

Maurice Yellen

PRINT OR TYPE NAME OF OFFICER SIGNING

Corporate Secretary

TITLE OF OFFICER SIGNING

Form 31 1/95

**DESIGNATED REGISTERED AGENT FOR SERVICE OF PROCESS:**

PLEASE NOTE: If the registered office and/or registered agent indicated below is incorrect, Form 9 must be filed.

CT CORPORATION SYSTEM  
 123 DYER STREET  
 PROVIDENCE RI 02903

**FILED**

FEB 6 1995

By CC 19565010

**DAMES & MOORE, INC.**

**OFFICERS**

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
George D. Leal	Chairman of the Board	911 Wilshire Blvd., Suite 700 Los Angeles, CA 90017
Arthur C. Darrow	President Chief Executive Officer	5425 Hollister Ave., Suite 160 Santa Barbara, CA 93111
Maurice Yellen	Secretary	911 Wilshire Blvd., Suite 700 Los Angeles, CA 90017
Robert M. Perry	Chief Financial Officer	911 Wilshire Blvd., Suite 700 Los Angeles, CA 90017
Henry Klehn, Jr.	Executive Vice President, Corporate Development	911 Wilshire Blvd., Suite 700 Los Angeles, CA 90017
Kevin J. Freeman	Division Manager - Western North America	5425 Hollister Ave., Suite 160 Santa Barbara, CA 93111
James V. Toto	Division Manager - Eastern North America	12 Commerce Drive Cranford, NJ 07016-1101
Glenn D. Martin	Division Manager - Central	One Continental Towers 1701 Golf Road, Suite 1000 Rolling Meadows, IL 60008
Richard C. Tucker	Division Manager - Government Services	7101 Wisconsin Ave., Suite 700 Bethesda, MD 20814-4870
Peter G. Rowley	Division Manager - International	Booth House 15-17 Church Street Twickenham, England TW1 3NJ

**DAMES & MOORE, INC.**

**DIRECTORS**

George D. Leal	911 Wilshire Blvd., Suite 700 Los Angeles, CA 90017
Robert M. Perry	911 Wilshire Blvd., Suite 700 Los Angeles, CA 90017
Henry Klehn, Jr.	911 Wilshire Blvd., Suite 700 Los Angeles, CA 90017
Kevin J. Freeman	5425 Hollister Ave., Suite 160 Santa Barbara, CA 93111
William M. Greenslade	Pointe Corporate Centre 7500 N. Dreamy Draw Drive, Suite 145 Phoenix, Arizona 85020
Richard C. Tucker	7101 Wisconsin Avenue, Suite 700 Bethesda, Maryland 20814-4870
Robert J. Lynch, Jr.	American and Foreign Enterprises, Inc. 375 Park Avenue, Suite 1309 New York, NY 10152
Harald Peipers	c/o R. D. Gourley & Co. 501 South First Avenue Arcadia, CA 91006
James Seitz	16612 Avenida Molino Viejo Rancho Santa Fe, CA 92067 Mailing Address: P. O. Box 9517 Rancho Santa Fe, CA 92067
Norman A. Barkeley	Ducommun Incorporated 23301 S. Wilmington Avenue Carson, CA 90745
Michael R. Peevey	1322 Verdugo Blvd. La Canada, CA 91011

Filing Fee \$50.00  
Payable to:  
Secretary of State

PLEASE TYPE OR PRINT  
State of Rhode Island and Providence Plantations  
Office of The Secretary of State  
100 North Main Street  
Providence, Rhode Island 02903-1335  
401-277-3040

File Annually  
LLC: Sept 1 - Nov. 1  
CORP: Jan 1 - March 1

Corporate ID: 0057609 Annual Report for the year: 1994

Name of Business Entity: Dames & Moore, Inc.

Business entity organized under the laws of the State of Delaware

Federal Taxpayer Identification Number: [REDACTED]

For foreign entity, address and telephone number of principal office:  
911 Wilshire Blvd., Suite 700  
Los Angeles, CA 90017

Phone: (213) 683-1560

Address and telephone of the principal office of business entity in Rhode Island (Provide street address - Not P.O. Box):  
None

Phone: ( )

Business Entity is (check one):

- Business Corporation (See RIGL Chapter 7-1-1)
- Professional Service Corporation (See RIGL Chapter 7-5-1)
- Limited Liability Company (See RIGL 7-16)

Name, title and mailing address of contact person to whom communications may be directed

Mr. Maurice Yellen  
Corporate Secretary  
911 Wilshire Blvd., Suite 700  
Los Angeles, CA 90017

Brief statement of the character of business conducted in Rhode Island:  
Comprehensive environmental and other

specialized consulting & engineering svcs.

Date of Organization: March 7, 1991

Date of Qualification to do business in Rhode Island (if foreign entity)  
February 27, 1992

THE NAMES OF THE OFFICERS ARE:

OFFICER	STREET ADDRESS	CITY/STATE	ZIP CODE
<input checked="" type="checkbox"/> CHIEF EXECUTIVE OFFICER OR <input type="checkbox"/> PRESIDENT (SEE BELOW)	<u>George D. Leal 911 Wilshire Blvd., #700,</u>	<u>Los Angeles, CA</u>	<u>90017</u>
<input checked="" type="checkbox"/> CHIEF OPERATING OFFICER OR <input type="checkbox"/> VICE PRESIDENT (SEE BELOW)	<u>Arthur C. Darrow 5425 Hollister Ave., #160</u>	<u>Santa Barbara, CA</u>	<u>93111</u>
<input type="checkbox"/> CLERK OF RECORDS OR <input checked="" type="checkbox"/> SECRETARY (SEE BELOW)	<u>Maurice Yellen 911 Wilshire Blvd., #700</u>	<u>Los Angeles, CA</u>	<u>90017</u>
<input checked="" type="checkbox"/> CHIEF FINANCIAL OFFICER OR <input type="checkbox"/> TREASURER (SEE BELOW)	<u>Robert M. Perry 911 Wilshire Blvd., #700</u>	<u>Los Angeles, CA</u>	<u>90017</u>

THE NAMES OF THE DIRECTORS ARE:

NAME	STREET ADDRESS	CITY/STATE	ZIP CODE
<u>See attached</u>		<u>FILED</u>	
		<u>FEB 14 1994</u>	
		<u>BY [Signature] 95349901</u>	

NUMBER OF SHARES AUTHORIZED (If Applicable)			NUMBER OF SHARES ISSUED AND OUTSTANDING (If Applicable)		
NUMBER	CLASS	SERIES	NUMBER	CLASS	SERIES
<u>27,000,000</u>	<u>Common</u>	<u>--</u>	<u>22,578,435</u>	<u>Common</u>	<u>--</u>
<u>1,000,000</u>	<u>Preferred</u>	<u>--</u>	<u>-0-</u>	<u>Preferred</u>	<u>--</u>
<u>\$0.01</u>	<u>\$0.01</u>		<u>\$0.01</u>	<u>\$0.01</u>	

Date February 10, 19 94

By: [Signature]

Maurice Yellen  
PRINT OR TYPE NAME OF OFFICER SIGNING  
Corporate Secretary  
TITLE OF OFFICER SIGNING

Form 31 1994

DESIGNATED REGISTERED OR RESIDENT AGENT FOR SERVICE OF PROCESS:

PLEASE NOTE: If the Corporation has changed its registered office and/or registered or resident agent, Form 9 or Form LLC 3 must be filed.

CT CORPORATION SYSTEM  
123 DYER STREET  
PROVIDENCE RI 02905

**DAMES & MOORE, INC.**

**DIRECTORS**

George D. Leal	911 Wilshire Blvd., Suite 700 Los Angeles, CA 90017
Robert M. Perry	911 Wilshire Blvd., Suite 700 Los Angeles, CA 90017
Henry Klehn, Jr.	911 Wilshire Blvd., Suite 700 Los Angeles, CA 90017
Kevin J. Freeman	5425 Hollister Ave., Suite 160 Santa Barbara, CA 93111
William M. Greenslade	Pointe Corporate Centre 7500 N. Dreamy Draw Drive, Suite 145 Phoenix, Arizona 85020
Richard C. Tucker	7101 Wisconsin Avenue, Suite 700 Bethesda, Maryland 20814-4870
Harald Peipers	c/o R. D. Gourley & Co. 501 South First Avenue Arcadia, CA 91006
Busso F. Peus	c/o R. D. Gourley & Co. 501 South First Avenue Arcadia, CA 91006
James Seitz	16612 Avenida Molino Viejo Rancho Santa Fe, CA 92067 Mailing Address: P. O. Box 9517 Rancho Santa Fe, CA 92067
Norman A. Barkeley	Ducommun Incorporated 23301 S. Wilmington Avenue Carson, CA 90745
Michael R. Peevey	1322 Verdugo Blvd. La Canada, CA 91011

Filing Fee \$50.00

To be filed annually between  
January 1st and March 1st

# State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION  
100 NORTH MAIN STREET  
PROVIDENCE, RHODE ISLAND 02903

19562539

Corporate ID 0057509 Annual Report for the year 1993

FIRST: The name of the corporation is Dames & Moore, Inc.

SECOND: It is incorporated under the laws of Delaware

THIRD: Character of business, briefly stated, is Comprehensive environmental and other specialized consulting and engineering services.

FOURTH: If foreign corporation, address of its principal office 911 Wilshire Blvd., Suite 700  
Los Angeles, California 90017

FIFTH: Business address in Rhode Island None

SIXTH: Names and addresses of its directors and officers: (Attach rider if necessary)

Name Office Address (including number, street, zip code)

Director

Director

SEE ATTACHMENTS

Director

President

Vice President

Secretary

Treasurer

SEVENTH: Number of Shares authorized:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
1,000,000	Preferred	---	\$0.01
27,000,000	Common	---	\$0.01

EIGHTH: Number of Shares issued:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
-0-	Preferred	---	\$0.01
22,530,120	Common	---	\$0.01

Dated January 26 19 93

Dames & Moore, Inc.  
(Name of Corporation)

By [Signature]

Title Corporate Secretary

(Report must be signed by an officer)

**DAMES & MOORE, INC.**

**DIRECTORS**

George D. Leal	911 Wilshire Blvd. Suite 700 Los Angeles, CA 90017
Robert M. Perry	911 Wilshire Blvd. Suite 700 Los Angeles, CA 90017
William W. Moore	221 Main Street, Suite 600 San Francisco, CA 94105-1917
Arthur C. Darrow	175 Cremona Drive Goleta, CA 93117
William M. Greenslade	Pointe Corporate Centre 7500 North Dreamy Draw Drive Suite 145 Phoenix, Arizona 85020
Glenn D. Martin	1550 Northwest Highway Park Ridge, Illinois 60068
Richard C. Tucker	7101 Wisconsin Avenue Suite 700 Bethesda, Maryland 20814-4870
Harald Peipers	c/o R. D. Gourley & Co. 501 South First Avenue Arcadia, CA 91006
Busso F. Peus	c/o R. D. Gourley & Co. 501 South First Avenue Arcadia, CA 91006
James Seitz	16612 Avenida Molino Viejo Rancho Santa Fe, CA 92067 Mailing Address: P. O. Box 9517 Rancho Santa Fe, CA 92067

**DAMES & MOORE, INC.**

**OFFICERS**

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
George D. Leal	Chief Executive Officer President	911 Wilshire Blvd., Suite 700 Los Angeles, CA 90017
Henry Klehn, Jr.	Chief Operating Officer	911 Wilshire Blvd., Suite 700 Los Angeles, CA 90017
Maurice Yellen	Secretary	911 Wilshire Blvd., Suite 700 Los Angeles, CA 90017
Robert M. Perry	Chief Financial Officer	911 Wilshire Blvd., Suite 700 Los Angeles, CA 90017
Anne M. Toepker	Chief Human Resources & Communication Officer	911 Wilshire Blvd., Suite 700 Los Angeles, CA 90017
Arthur C. Darrow	Division Manager - Western North America	175 Cremona Drive, Suite A Goleta, CA 93117
James V. Toto	Division Manager - Eastern North America	12 Commerce Drive Cranford, NJ 07016-1101