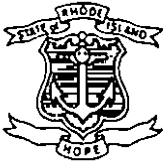


Filing and License Fee: \$310.00 minimum

ID Number: 143823



**FILED**

**NOV 03 2004**

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**STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS**

Office of the Secretary of State Matthew A. Brown

Corporations Division

100 North Main Street

Providence, Rhode Island 02903-1335

**BUSINESS CORPORATION**

**APPLICATION FOR CERTIFICATE OF AUTHORITY**

(To Be Filed In Duplicate Original)

Pursuant to the provisions of Section 7-1.1-103 of the General Laws, 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 C & S Engineers, Inc. *nl*
2. It is incorporated under the laws of New York
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 April 23, 1929 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 \_\_\_\_\_  
499 Col. Eileen Collins Blvd., Syracuse, NY 13212
6. The address of its proposed registered office in Rhode Island is 222 Jefferson Blvd., Suite 200  
(Street Address, not P.O. Box)  
Warwick RI 02888 and the name of its proposed registered agent in Rhode Island at  
(City/Town) (Zip Code)  
that address is Corporation Service Company  
(Name of Agent)
7. The specific purpose or purposes, which it proposes to pursue in the transaction of business in Rhode Island are:  
Consulting Engineering Services

8. The names and respective addresses of the directors and officers are:

	<u>Name</u>	<u>Address</u>
Director	<u>*Please see the attached list of all directors and officers.</u>	
Director	_____	_____
President	_____	_____
Vice President	_____	_____
Treasurer	_____	_____
Secretary	_____	_____

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CORPORATIONS DIVISION  
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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:

Number of Shares	Class	Series	Par Value or Statement that Shares are without Par Value
200,000	common	none	\$0.01/share

10. 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:

Number of Shares	Class	Series	Par Value or Statement that Shares are without Par Value
80,404	common	none	\$0.01/share

11. (a) An estimate of the value of all property to be owned by the corporation for the following year, wherever located, is \$ 13,500,000.
- (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].
12. (a) An estimate of the gross amount of business to be transacted by the corporation during the following year is \$ 35,000,000.
- (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 \$ 50,000.
- (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 0.14% % [divide (b) by (a) and multiply by 100 to obtain the percentage].
13. This application is accompanied by certified copies of its articles of incorporation and all amendments thereto, duly authenticated by the secretary of state or other authorized officer of the jurisdiction of its incorporation.

Date: Nov. 1, 2004

C & S Engineers, Inc.  
Print Exact Name of Corporation Making Application

By [Signature]  
☒ President or ☐ Vice President (check one)

AND

By [Signature]  
☒ Secretary or ☐ Assistant Secretary (check one)

STATE OF New York  
COUNTY OF Onondaga

In Syracuse, NY, on this 1<sup>st</sup> day of November, 2004, before me personally appeared Orrin B. MacMurray who, being duly sworn, declared that he is the President of the above-named entity and that he has signed the foregoing document as such authorized agent, and that the statements herein contained are true.

MICHELLE A. STERIA  
Notary Public, State of New York  
Qualified in Onondaga County  
Commission Expires Nov. 22, 2005

Michelle A. Steria  
Notary Public  
My Commission Expires: Nov. 22, 2005

C&S ENGINEERS, INC.

Directors of C&S Engineers, Inc.:

NAME	ADDRESS
Del B. Dausman	8232 Turnstone Dr. Manlius, NY 13104
Michael D. Hotaling	13621 Essence Rd. San Diego, CA 92128
Orrin B. MacMurray	8311 Dixon Rd. Camden, NY 13316
Ronald L. Peckham	4018 Pawnee Rd. Liverpool, NY 13090
John F. Spina	7408 Bay Chapel Circle Liverpool, NY 13088
John D. Trimble	1635 Co. Rte 45 Fulton, NY 13069
Douglas R. Wickman	1321 ½ Genesee St. Skaneateles, NY 13152

Officers of C&S Engineers, Inc.:

TITLE	NAME	ADDRESS
Chairman/ President	Orrin B. MacMurray	8311 Dixon Rd. Camden, NY 13316
Senior Vice President/ Secretary	Ronald L. Peckham	4018 Pawnee Rd. Liverpool, NY 13090
Senior Vice President/ Treasurer	Del B. Dausman	8232 Turnstone Dr. Manlius, NY 13104
Vice President	John D. Trimble	1635 Co. Rte 45 Fulton, NY 13069
Vice President	John F. Spina	7408 Bay Chapel Circle Liverpool, NY 13088
Vice President	Michael D. Hotaling	13621 Essence Rd. San Diego, CA 92128
Assistant Secretary	Ellen T. LaBerge	203 Summit Ave. Syracuse, NY 13207
Assistant Treasurer	Michael J. Walker	7415 Bay Chapel Circle Liverpool, NY 13088



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

**BOARDS FOR DESIGN PROFESSIONALS**

BOARD OF EXAMINATION AND REGISTRATION OF ARCHITECTS

BOARD OF EXAMINERS OF LANDSCAPE ARCHITECTS

BOARD OF REGISTRATION FOR PROFESSIONAL ENGINEERS

BOARD OF REGISTRATION FOR PROFESSIONAL LAND SURVEYORS

1 CAPITOL HILL, 3rd FLOOR, PROVIDENCE, R.I. 02903-5860

(401) 222-2565 Fax: (401) 222-5744

20 October 2004

C & S ENGINEERS, INC.

RONALD L. PECKHAM

499 COL. EILEEN COLLINS BLVD.

SYRACUSE, NY 13212

Dear Sir/Madam:

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

You can amend your Certificate of Authorization at a later date if you wish to include other disciplines. Please note that this approval is to offer services in the **CIVIL** discipline only. 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.**

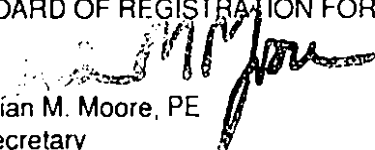
You can contact the Secretary of State's Office by calling (401) 222-3040. Ask for corporations and explain you need the necessary papers to become registered in the State of Rhode Island.

**Upon receipt** of this **CERTIFICATE OF GOOD STANDING**, the Board will issue your Certificate of Authorization. If you have any questions, please feel free to contact this Board through its secretary or legal counsel.

**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.**

Very truly yours,

BOARD OF REGISTRATION FOR PROFESSIONAL ENGINEERS

  
Brian M. Moore, PE  
Secretary

BMM/im

Certified Mail

State of New York }  
Department of State } ss:

I hereby certify that the annexed copy has been compared with the original document filed by the Department of State and that the same is a true copy of said original.

Witness my hand and seal of the Department of State on

October 27, 2004



Secretary of State

DOS-200 (Rev. 03/02)

(a) To buy, sell and deal in and with all kinds and classes of Government, Municipal and other bonds and securities.

(b) To make advances or loans upon the pledge of securities to be bought, sold or otherwise dealt in.

(c) To act as commercial or general or special agent of individuals, partnerships or other corporations, and to receive Government, Municipal and other bonds and securities for sale or otherwise.

(d) To purchase, acquire, hold, exchange, dispose of and deal in and with stocks, bonds, certificates of ownership, participation certificates, units in syndicates and any evidences of indebtedness of any corporation,

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