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ID Number:

137327



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 PANTHER TECHNOLOGIES, INC.
2. It is incorporated under the laws of the State of New Jersey
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 February 18, 2000 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 220 Route 70 East, Medford, NJ, 08055

6. The address of its proposed registered office in Rhode Island is 170 Westminster Street, Suite 900

(Street Address, not P.O. Box)

Providence RI 02903 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:

environmental construction and remediation

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

	<u>Name</u>	<u>Address</u>
Director	<u>Peter J. Palko</u>	<u>220 Route 70 East, Medford, NJ, 08055</u>
Director	<u>John M. Twomey</u>	<u>220 Route 70 East, Medford, NJ, 08055</u>
President	<u>Peter J. Palko</u>	<u>220 Route 70 East, Medford, NJ, 08055</u>
Vice President	<u>John M. Twomey</u>	<u>220 Route 70 East, Medford, NJ, 08055</u>
Treasurer	<u>Peter J. Palko</u>	<u>220 Route 70 East, Medford, NJ, 08055</u>
Secretary	<u>John M. Twomey</u>	<u>220 Route 70 East, Medford, NJ, 08055</u>

JAN 15 2004

By ym16843

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
10,000	A - Voting		No Par Value
10,000	B - Non-Voting		No Par Value

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
5400	A - Voting		\$2/share
4600	B - Non-Voting		\$2/share

11. (a) An estimate of the value of all property to be owned by the corporation for the following year, wherever located, is \$ 400,000.
- (b) An estimate of the value of the corporation's property to be located within Rhode Island during the following year is \$ 100,000.
- (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 25 % [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 \$ 10,000,000.
- (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 \$ 400,000.
- (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 4 % [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: 1/12/04

PANTHER TECHNOLOGIES, INC.

Print Exact Name of Corporation Making Application

By Peter J. Palko

☒ President or ☐ Vice President (check one)

By John M. Twomey

☒ Secretary or ☐ Assistant Secretary (check one)

STATE OF NEW JERSEY  
COUNTY OF BURLINGTON

In Medford, NJ, on this 12th day of January, 2004, before me personally appeared PETER J. PALKO who, being duly sworn, declared that he/she is the President of the above-named entity and that he/she signed the foregoing document as such authorized agent, and that the statements herein contained are true.

Notary Public

My Commission Expires: 10/31/07

DAWN C. VARLEY

NOTARY PUBLIC OF NEW JERSEY

Commission Expires 10/31/2007

STATE OF NEW JERSEY  
DEPARTMENT OF TREASURY  
FILING CERTIFICATION (CERTIFIED COPY)  
CERTIFICATE OF INCORPORATION

PANTHER TECHNOLOGIES, INC.

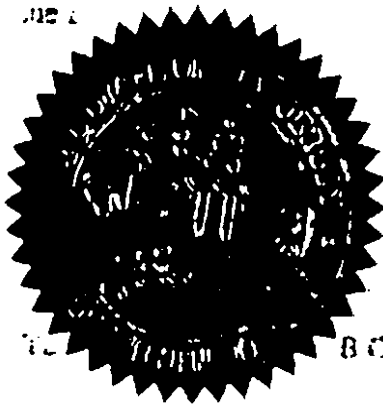
I, the Treasurer of the State of New Jersey,  
do hereby certify, that the above named business  
did file and record in this department the below  
listed document(s) and that the foregoing is a  
true copy of the name of the corporation is PANTHER TECHNOLOGIES,  
INC. as the same is taken from and compared with the  
original(s) filed in this office on the date set forth on each instrument and now remaining on file  
and of record in my office.

IN TESTIMONY WHEREOF, I have  
hereunto set my hand and

affixed my Official Seal

at Trenton, this

2nd day of January, 2004



Class A Common Voting, no par value  
Class B Non-Voting, no par value

John E. McCormac, CPA

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