

SIXTH. Provisions (if any) for the regulation of the internal affairs of the corporation:

See attached.

SEVENTH. The address of the initial registered office of the corporation is
123 Dyer Street, Providence, R. I. 02903 (add Zip Code)
and the name of its initial registered agent at such address is:
C T CORPORATION SYSTEM

EIGHTH. The number of directors constituting the initial board of directors of the corporation is one (1) and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

(If this is a close corporation pursuant to §7-1.1-51 of the General Laws, 1956, as amended, state the name(s) and address(es) of the officers of the corporation.) (NOT APPLICABLE)

<i>Name</i>	<i>Address</i>
Richard L. Farnan	4714 Holly, Kansas City, MO 64112

NINTH. The name and address of each incorporator is:

<i>Name</i>	<i>Address</i>
Curtis J. Braukmann	c/o Shook, Hardy & Bacon 1200 Main Street Kansas City, MO 64105

TENTH. Date when corporate existence to begin (not more than 30 days after filing of these articles of incorporation):

the date upon which these articles are filed.

Dated December 29, 1992



Curtis J. Braukmann

STATE OF ^{Missouri} ~~RHODE ISLAND~~ } In the City } of Kansas City
COUNTY OF Jackson } Town }

in said county this 29th day of December, A.D. 1992

then personally appeared before me Curtis J. Braukmann

each and all known to me and known by me to be the parties executing the foregoing instrument, and they severally acknowledged said instrument by them subscribed to be their free act and deed.

JOYCE M. ESSIG
Notary Public - State of Missouri
Commissioned in Clay County
My Commission Expires June 15, 1998

Joyce M. Essig
Notary Public

SIXTH ARTICLE OF THE ARTICLES OF INCORPORATION

OF

HNTB RHODE ISLAND ARCHITECTURE, INC.

6.1 Changing the By-Laws. In furtherance and not in limitation of the powers conferred by the laws of the State of Rhode Island, (a) the Board of Directors of the Corporation and (b) the Shareholders are authorized and empowered to make, alter, amend and repeal the By-Laws of the Corporation in any manner not inconsistent with the Rhode Island Code.

6.2 Indemnification. The Corporation may, to the full extent permitted by Section 7-1.1-4.1 of the Rhode Island Code as presently in effect or as it may hereafter be amended, indemnify all persons whom it may indemnify pursuant thereto and advance expenses of litigation to Directors and Officers when so requested.

6.3 Director Liability. To the fullest extent permitted by the Rhode Island Code, a Director of the Corporation shall not be liable to the Corporation or its Shareholders for monetary damages for breach of fiduciary duty as a Director.

6.4 Changing the Articles of Incorporation. The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles in the manner now or hereafter prescribed by law, and all rights and powers conferred herein on Shareholders, Directors and Officers are subject to this reserved power.

ACORD. CERTIFICATE OF INSURANCE

2284

ISSUE DATE (MM/DD/YY)

1/29/93

PRODUCER

Marsh & McLennan, Incorporated
10 SOUTH BROADWAY
St. Louis, MO 63102

AL PETERFESO

INSURED

HNTB Rhode Island
Architecture, Inc.
1201 Walnut
Suite 700
Kansas City, MO 64106

THIS CERTIFICATE IS ISSUED AS A MATTER OF INFORMATION ONLY AND CONFERS NO RIGHTS UPON THE CERTIFICATE HOLDER. THIS CERTIFICATE DOES NOT AMEND, EXTEND OR ALTER THE COVERAGE AFFORDED BY THE POLICIES BELOW.

COMPANIES AFFORDING COVERAGE

COMPANY LETTER	A CONTINENTAL CASUALTY CO
COMPANY LETTER	B
COMPANY LETTER	C
COMPANY LETTER	D
COMPANY LETTER	E

COVERAGES

THIS IS TO CERTIFY THAT THE POLICIES OF INSURANCE LISTED BELOW HAVE BEEN ISSUED TO THE INSURED NAMED ABOVE FOR THE POLICY PERIOD INDICATED, NOTWITHSTANDING ANY REQUIREMENT, TERM OR CONDITION OF ANY CONTRACT OR OTHER DOCUMENT WITH RESPECT TO WHICH THIS CERTIFICATE MAY BE ISSUED OR MAY PERTAIN, THE INSURANCE AFFORDED BY THE POLICIES DESCRIBED HEREIN IS SUBJECT TO ALL THE TERMS, EXCLUSIONS AND CONDITIONS OF SUCH POLICIES. LIMITS SHOWN MAY HAVE BEEN REDUCED BY PAID CLAIMS.

CO LTR	TYPE OF INSURANCE	POLICY NUMBER	POLICY EFFECTIVE DATE (MM/DD/YY)	POLICY EXPIRATION DATE (MM/DD/YY)	LIMITS
	GENERAL LIABILITY <input type="checkbox"/> COMMERCIAL GENERAL LIABILITY <input type="checkbox"/> CLAIMS MADE <input type="checkbox"/> OCCUR <input type="checkbox"/> OWNER'S & CONTRACTOR'S PROT.				GENERAL AGGREGATE \$ PRODUCTS-COMP/OP AGG. \$ PERSONAL & ADV. INJURY \$ EACH OCCURRENCE \$ FIRE DAMAGE (Any one fire) \$ MED. EXPENSE (Any one person) \$
	AUTOMOBILE LIABILITY <input type="checkbox"/> ANY AUTO <input type="checkbox"/> ALL OWNED AUTOS <input type="checkbox"/> SCHEDULED AUTOS <input type="checkbox"/> HIRED AUTOS <input type="checkbox"/> NON-OWNED AUTOS <input type="checkbox"/> GARAGE LIABILITY				COMBINED SINGLE LIMIT \$ BODILY INJURY (Per person) \$ BODILY INJURY (Per accident) \$ PROPERTY DAMAGE \$
	EXCESS LIABILITY <input type="checkbox"/> UMBRELLA FORM <input type="checkbox"/> OTHER THAN UMBRELLA FORM				EACH OCCURRENCE \$ AGGREGATE \$
	WORKER'S COMPENSATION AND EMPLOYERS' LIABILITY				STATUTORY LIMITS EACH ACCIDENT \$ DISEASE-POLICY LIMIT \$ DISEASE-EACH EMPLOYEE \$
A	OTHER PROF LIAB -OTH	PSF00-821-39-85	1/01/93	1/01/94	SEE BELOW

DESCRIPTION OF OPERATIONS/LOCATIONS/VEHICLES/SPECIAL ITEMS

\$1,000,000 Per Claim
\$1,000,000 Annual Aggregate

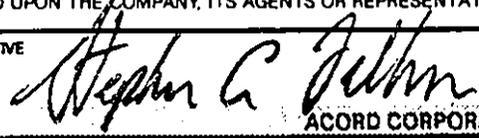
CERTIFICATE HOLDER

Corporations Division
Rhode Island Secretary
of State
100 N. Main Street
Providence, RI 02903

CANCELLATION

SHOULD ANY OF THE ABOVE DESCRIBED POLICIES BE CANCELLED BEFORE THE EXPIRATION DATE THEREOF, THE ISSUING COMPANY WILL ENDEAVOR TO MAIL 30 DAYS WRITTEN NOTICE TO THE CERTIFICATE HOLDER NAMED TO THE LEFT, BUT FAILURE TO MAIL SUCH NOTICE SHALL IMPOSE NO OBLIGATION OR LIABILITY OF ANY KIND UPON THE COMPANY, ITS AGENTS OR REPRESENTATIVES.

AUTHORIZED REPRESENTATIVE





ARCHITECTS
ENGINEERS
PLANNERS

HNTB CORPORATION

1201 Walnut, Suite 700
Kansas City, Missouri 64106
P.O. Box 412197
Kansas City, Missouri 64141
(816) 472-1201
FAX (816) 472-4060

January 5, 1993

Secretary of State
Corporation Division
218 State House
Providence, RI 02903

Re: HNTB Rhode Island Architecture, Inc.

Dear Sir or Madam:

We hereby give our consent to the above-referenced corporation to incorporate in the State of Rhode Island using the name "HNTB Rhode Island Architecture, Inc."

Very truly yours,

HNTB CORPORATION

Kendall T. Lincoln
Secretary

KTL/mb

CENTRAL BUSINESS SERVICES

President: Robert S. Egan, PE **Vice Presidents:** Kendall T. Lincoln (CPA), Michael R. Ingarda, P.E., Robert A. Ernst, Jr., Ph.D., P.E.

Offices: **Northeast Division:** Boston, MA; Fairfield, NJ; New York, NY; Rockland Co., NY; Wilmington, DE. **Southeast Division:** Alexandria, VA; Atlanta, GA; Charleston, WV; Miami, FL; Orlando, FL; Raleigh, NC; Tampa, FL. **Great Lakes Division:** Chicago, IL; Cleveland, OH; Indianapolis, IN; Lansing, MI; Louisville, KY; Milwaukee, WI; Minneapolis, MN. **Central Division:** Baton Rouge, LA; Dallas, TX; Denver, CO; London, UK; Houston, TX; Kansas City, MO; Oklahoma City, OK; Overland Park, KS; Tulsa, OK; Wichita, KS. **West Division:** Concord, CA; Irvine, CA; Los Angeles, CA; Phoenix, AZ; Seattle, WA. **Service Division:** Kansas City, MO; Thomas K. Oyer, Inc., Chicago, IL; Lexington, MA; New York, NY; Philadelphia, PA; Pittsburgh, PA.

A HOWARD NEEDLES TAMMEN & BERGENDOFF COMPANY