

Filing Fee: \$150.00
License Fee: \$15.00 minimum (§7-1.1-124)

ID Number: 124555



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS
Office of the Secretary of State
Corporations Division
100 North Main Street
Providence, Rhode Island 02903-1335

FILED

APR 19 2002

By 124555

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 Moretrench American Corporation *AK*

2. It is incorporated under the laws 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 March 9, 1931 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 100 Stickle Avenue, Rockaway, NJ 07866

6. The address of its proposed registered office in Rhode Island is 222 Jefferson Blvd., Suite 200

Warwick (City/Town) Rt 02888 (Zip Code) and the name of its proposed registered agent in Rhode Island at that address is National Registered Agents, Inc. (Name of Agent)

7. The specific purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are:
Commercial enterprises/Construction Services

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

	<u>Name</u>	<u>Address</u>
Director		<u>See attached *****</u>
Director		
President		
Vice President		
Treasurer		
Secretary		

RECEIVED
SECRETARY OF STATE
CORPORATIONS DIVISION
APR 19 2002

RECEIVED
SECRETARY OF STATE
CORPORATIONS DIVISION
APR 19 2002

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
500,000	Common	n/a	Shares are without 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
297,270 Issued & Outstanding	Common	n/a	Shares are with out Par Value

11. (a) An estimate of the value of all property to be owned by the corporation for the following year, wherever located, is \$ 3,000,000

(b) An estimate of the value of the corporation's property to be located within Rhode Island during the following year is \$ 50,000

(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 3 % [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 \$ 39,000,000.00

(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 \$ 2,000,000.00

(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 3 % [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: March 18, 2002

Miretech American Corporation
 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 Jersey
COUNTY OF Monmouth

In Richard C. Treismanich, on this 20th day of MARCH, 2002, personally appeared before me Richard C. Treismanich who, being by me first duly sworn, declared that he/she is the VP FINANCE & ADMIN. of the corporation and that he/she signed the foregoing document as such officer of the corporation, and that the statements herein contained are true.

[Signature]
 Notary Public
 My Commission Expires: Linda Susan Scheck
 Notary Public of New Jersey
 My Commission Expires 7/30/2004



MORETRENCH AMERICAN CORPORATION

www.moretrench.com

100 Stickle Avenue
P.O. Box 916
Rockaway, N.J. 07866
Tel: (973) 627-2100
Fax: (973) 627-3950 / 627-6078

OFFICERS

**CHAIRMAN &
PRESIDENT:**

**John F. Donohoe
138-92-9076**

**21 Coniston Road
Short Hills, NJ 07078**

**VICE PRESIDENT/
SECY-TREASURER:**

**Richard C. Telesmanich
106-46-3721**

**81 Baylor Avenue
Hillsdale, NJ 07642**

EXECUTIVE V.P.:

**Arthur B. Corwin
130-46-2079**

**4 Hastings Road
Morris Plains, NJ 07950**

VICE PRESIDENTS:

**Joseph M. McCann
145-38-1283**

**53 Walsingham Road
Mendham, NJ 07945**

**Michael M. McHugh
112-52-4789**

**119 Ridge Road
Ardsley, NY 10502**

Board of Directors

John F. Donohoe
21 Coniston Road
Short Hills, NJ 07078

Richard C. Telesmanich
81 Baylor Avenue
Hillsdale, NJ 07642

Arthur B. Corwin
4 Hastings Road
Morris Plains, NJ 07950

Michael V. Kerwin
Shive, Spinelli, Perantoni & Assoc.
148 West End Avenue
P. O. Box 758
Somerville, NJ 08876

Alfonso Daloisio, Jr.
Railroad Construction Co.,
75-77 Grove Avenue
P. O. Box 2778
Paterson, NJ 07509

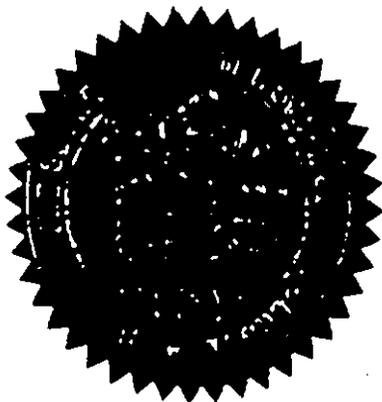
Fred H. Rohn
7 Holden Lane
Madison, NJ 07940

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

MORETRENCH AMERICAN CORPORATION

*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
Certificate Of Incorporation
Mergers
Amendments
Name Change
And Restated
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
18th day of April, 2002



John E. McCormac

John E McCormac, CPA
State Treasurer

FILED

APR 19 2002

By *[Signature]*