

Filing fee: \$50.00
License fee: \$15.00 minimum
(Section 7-1.1-124)

Corporate ID 36-0982270

**APPLICATION FOR
CERTIFICATE OF AUTHORITY
OF**

De Leuw, Cather & Company

To the Secretary of State
of the State of Rhode Island

Pursuant to the provisions of Section 7-1.1-103 of the General Laws, 1956, as amended, the undersigned 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:

FIRST: The name of the corporation is De Leuw, Cather & Company

SECOND: The name which it elects to use in Rhode Island is De Leuw,
Cather & Company

(If the name of the corporation does not contain the word "corporation," "company," "incorporated," or "limited," or an abbreviation of one of such words, insert the name of the corporation with the word or abbreviation which it elects to add thereto for use in Rhode Island;)

THIRD: It is incorporated under the laws of Illinois

FOURTH: The date of its incorporation is 12/23/29 and the period
of its duration is Perpetual

FIFTH: The address of its principal office in the state or country under the laws of
which it is incorporated is 525 West Monroe Street, Chicago, Illinois 60606

SIXTH: The address of its proposed registered office in Rhode Island is 123 Dyer
Street, Providence, RI 02903 and the name of its proposed registered agent in
Rhode Island at that address is C T Corporation System

SEVENTH: The purpose or purposes which it proposes to pursue in the transaction of
business in Rhode Island are engineering services.

EIGHTH: The names and respective addresses of its directors and officers are:

<u>Name</u>	<u>Office</u>	<u>Address</u>
James A. Caywood	Director	24001 Whites Ferry Road, Dickerson, MD 20842
Robert S. O'Neil	Director	8713 Sleepy Hollow Drive, Potomac, MD 20854
Gene M. Randich	Director	4636 West 100th Place, Oak Lawn, IL 60453

James A. Caywood	President	24001 Whites Ferry Road, Dickerson, MD 20842
Robert S. O'Neil	Vice President	8713 Sleepy Hollow Drive, Potomac MD 20854
James C. Lockwood	Secretary	7012 Ashbury Drive, Springfield, VA 22152
Carl J. Blase	Treasurer	7415 Admiral Drive, Alexandria, VA 22307

(see attached list of all officers)

NINTH: 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:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
500	Common	--	No Par Value

TENTH: 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:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
100	Common	--	No Par Value

ELEVENTH: An estimate of the value of all property to be owned by it for the following year, wherever located, is \$ 3,415,000

TWELFTH: An estimate of the value of its property to be located within Rhode Island during such year is \$ -0-

THIRTEENTH: An estimate of the gross amount of business to be transacted by it during such year is \$ 100,000,000

FOURTEENTH: An estimate of the gross amount of business to be transacted by it at or from places of business in Rhode Island during such year is \$ 700,000

FIFTEENTH: This Application is accompanied by a copy of its articles of incorporation and all amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated December 7, 19 87

De Leuw, Cather & Company

(Exact Corporate Name of Corporation Making Application)

By

Its

President

and

Its

Secretary

~~XXXXXX~~

DISTRICT OF COLUMBIA

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} Sc.

At the District of Columbia, in said ~~County~~ District on the 7th day of December, 19 87, before me personally appeared James A. Caywood, who being by me first duly sworn, declared that he is the President of De Leuw, Cather & Company, that he signed the foregoing document as such President of the corporation, and that the statements therein contained are true.

Bella J. Britton
Notary Public

(NOTARIAL SEAL)

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12/11/87 PAID 00364001 85-88

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File Number 2084-345-4



To all to whom these Presents Shall Come, Greeting:

I, Jim Edgar, Secretary of State of the State of Illinois,
do hereby certify that DE LEUW, CATHER & COMPANY, A DOMESTIC
CORPORATION, INCORPORATED UNDER THE LAWS OF THIS STATE DECEMBER 23,
1929, APPEARS TO HAVE COMPLIED WITH ALL THE PROVISIONS OF THE
BUSINESS CORPORATION ACT OF THIS STATE RELATING TO THE FILING OF
ANNUAL REPORTS AND PAYMENT OF FRANCHISE TAXES, AND AS OF THIS DATE,
IS IN GOOD STANDING AS A DOMESTIC CORPORATION IN THE STATE OF
ILLINOIS*****



In Testimony Whereof, *I hereto set*
my hand and cause to be affixed the Great Seal of
the State of Illinois this 30TH
day of NOVEMBER *A. D., 19* 87.

Jim Edgar

SECRETARY OF STATE