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:

Name	Office	Address		
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		
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		A Company of the Comp		
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 <u>all</u> 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:

Number of Shares	Class	Series	or Statement that Shares are without Par Value
500	Солтоп		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:

Par Value per Share

Number of Shares	Class	Series	or Statement that Shares are without Par Value
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

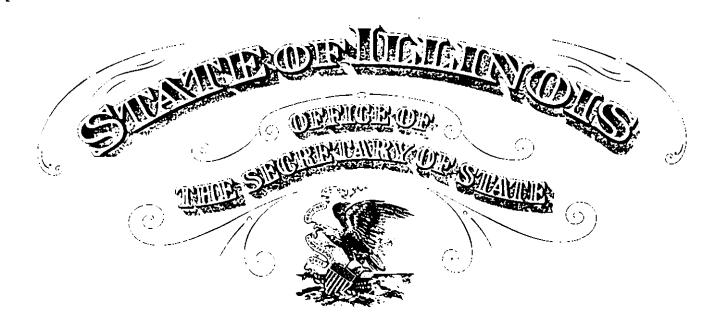
FIFTEENTH: This Application is accompanied by a copy of its articles of incorporation and all amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated December /, 198	/ De Leuw, Cather & Company
, 22	[Exact Corporate Name of Corporation Making Application]
	Its President and Janus C. Joseph Villa Secretary
XXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXX	Sc.  District  Unbia in said XXXXIII on the 7th day
of December	and the said county on the say
,	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 do	cument as such President of the
corporation, and that the state	ements therein contained are true.
	Bella & Britter Notary Public
(NOTARIAL SEAL)	

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## File Number 2084-345-4



## Couldowhow hest Persons Shall Come Covering:

I, Jim Edgar, Secretary of State of the State of Illinois,



In Cestimony Mh	errol, I hereto set
my hand and cause to be af	fixed the Great Seal of
the State of Illinois this	30TH
day of NOVEMBER	
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