

Filing fee: \$150.00
License fee: \$15.00 minimum
(Section 7-1.1-124)



State of Rhode Island and Providence Plantations

OFFICE OF THE SECRETARY OF STATE

CORPORATIONS DIVISION

100 NORTH MAIN STREET

PROVIDENCE, RI 02903-1335

BUSINESS CORPORATION

Corp. I.D. #

94774

APPLICATION FOR CERTIFICATE OF AUTHORITY OF

RPMS CONSULTING ENGINEERS, P.C.

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 RPMS Consulting Engineers, P.C.

SECOND: The name which it elects to use in Rhode Island is RPMS Consulting Engineers, Professional Corporation

(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 The State of New Jersey

FOURTH: The date of its incorporation is 04/29/1980 and the period of its duration is 04/29/1980 to present

FIFTH: The address of its principal office in the state or country under the laws of which it is incorporated is 1 Rossmoor Drive, Suite 300, Jamesburg, NJ 08831

SIXTH: The address of its proposed registered office in Rhode Island is corner Long Wharf & America's Cup Ave, Newport RI 02840 and the name of its proposed registered agent in Rhode Island at that address is William Corcoran

William W. Corcoran
Signature

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

Engineering Services

FILED

APR 24 1997

By 184540

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

Name	Office	Address
	Director	
	Director	
	Director	
Robert P. Perla	President	39 Lake Dr., North Brunswick, NJ 08902
	Vice President	
Robert L. Steiger	Secretary	105 Woodview Dr. Bellemead, NJ 08502
Robert L. Steiger	Treasurer	105 Woodview Dr. Bellemead, NJ 08502

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	Par Value per Share or Statement that Shares are without Par Value
1000			Without 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:

Number of Shares	Class	Series	Par Value per Share or Statement that Shares are without Par Value
600			Without Par Value

ELEVENTH: An estimate of the value of all property to be owned by it for the following year, wherever located, is \$ 170,000.00

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 \$ 3,000,000.00

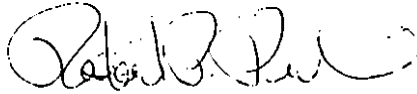
FOURTEENTH: An estimate of the gross amount of business to be transacted by it at or from places of business in Rhode island during such year is \$ 200,000.00

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 August 7, 19 96

RPMS Consulting Engineers, P.C.

[Exact Corporate Name of corporation Making Application]



By Robert P. Perla

Its President

and Robert L. Steiger

Its Secretary

STATE OF New Jersey

COUNTY OF Middlesex

} Sc.

AT Jamesburg, N.J. in said County on the 7th day
of August 1996, before me personally appeared
Robert P. Perla, who being by me first duly sworn, declared that
he/she is the President of RPMS Consulting Engineers, P.C.,
that he/she signed the foregoing document as such President of the
corporation, and that the statements therein contained are true.

(NOTARIAL SEAL)

Barbara A. Kish

Notary Public

BARBARA A. KISH

A Notary Of New Jersey

My Commission Expires April 11, 2000

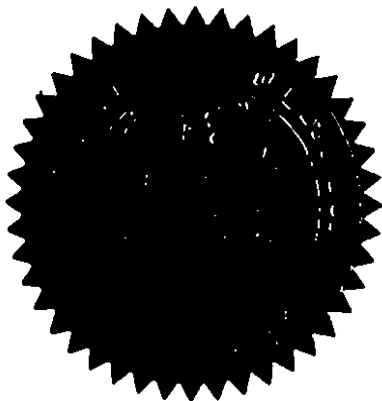
COPIES 01 59


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

RPMS CONSULTING ENGINEERS, P.C.

I, the Secretary of State 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 Amendments thereto of: RPMS CONSULTING ENGINEERS, P.C. (formerly DIMENSIONAL DESIGN SERVICES, 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
22nd day of April, 1997




LONNA R HOOKS
Secretary of State



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

STATE BOARD OF REGISTRATION FOR PROFESSIONAL ENGINEERS
CHARLES ORMS BUILDING
10 Orms Street
Suite 324
Providence, R.I. 02904-2228
(401) 277-2565

17 April 1997

RPMS CONSULTING ENGINEERS

1 ROSSMOOR DR., S300
JAMESBURG, NJ 08831

Dear Sir/Madam:

Your application for issuance of a Certificate of Authorization has been reviewed and approved by the Rhode Island Board of Registration for Professional Engineers at their meeting of 16 April 1997. In accordance with the procedures adopted by this Board, you are requested to provide the following information upon receipt of which the Board will issue your Certificate of Authorization.

The document requested by the Board is a Certificate of Good Standing, issued by the Rhode Island Secretary of State's Office, indicating that at the present time your corporate entity is in good standing insofar as registration procedures required by the Secretary of State's Office. The Board is requesting that the **original** certificate of such notice be provided within 30 days.

You can contact the Secretary of State's Office by calling (401) 277-3040. Ask for corporations and explain you need the necessary papers to become registered in the State of Rhode Island.

Upon receipt of this document, the Board will issue your Certificate of Authorization. If you have any questions, please feel free to contact this Board through its secretary or legal counsel.

Very truly yours,

L. Robert Smith
Secretary

LRS/im

cc: Sandra Williams
Secretary of State Office - Corporations

Certificate of Incorporation

of

Dimensional Design Services, Inc.

THIS IS TO CERTIFY THAT, there is hereby organized a corporation under and by virtue of N. J. S. 14A:1-1 et seq., the "New Jersey Business Corporation Act"

1 The name of the Corporation is: Dimensional Design Services, Inc.

2 The address of the Corporation's initial registered office is: 997 Hoover Drive,
North Brunswick, N.J. 08902

and the name of the registered agent at such address is: Robert P. Perla

3 The purposes for which this Corporation is organized is:

To engage in any activity within the purposes for which Corporations may be organized under the "New Jersey Business Corporation Act." N. J. S. 14A:1-1 et seq

4 The aggregate number of shares which the Corporation shall have authority to issue is:
PAR
NO PAR 1,000

5 The first Board of Directors of this Corporation shall consist of three Directors and the name and address of each person who is to serve as such Director is:

Name	Address	Zip Code
Robert P. Perla,	997 Hoover Drive, North Brunswick, N.J.	08902
Gerald Jones,	662 Bellerive Court, Bridgewater, N.J.	08807
Gary Rymer,	13 Indian Run, Whitehouse Station, N.J.	08889

6 The name and address of each incorporator is:

Name	Address	Zip Code
All-state Legal Supply Co.,	156 W. State St., Trenton, N.J.	08608

In Witness Whereof, each individual incorporator, being over eighteen years of age has signed this Certificate; or if the Incorporator be a corporation has caused this Certificate to be signed by its duly authorized officers this 29th day of April 19 80

Diane P. Dixon

Diane P. Dixon, Vice President
All-state Legal Supply Co.

156 W. State St., Trenton, N.J. 08608

FILED FOR:

Arthur Plevy, Esq.
146 Route 1, North
Edison, N.J. 08817

0390 0829

Divisional Office, Bangalore

Divisional Office, Bangalore

Divisional Office, Bangalore

0/00112346

FILED AND RECORDED

APR 29 1960
DONALD LAN
SECRETARY OF STATE

CERTIFICATE OF AMENDMENT TO THE
CERTIFICATE OF INCORPORATION OF
Dimensional Design Services Inc.

(For Use by Domestic Corporations Only)

To: The Secretary of State "FEDERAL EMPLOYER IDENTIFICATION NO."
State of New Jersey 22-2309537

Pursuant to the provisions of Section 14A:9-2(4) and Section 14A:9-4(3), Corporations, General, of the New Jersey Statutes, the undersigned corporation executes the following Certificate of Amendment to its Certificate of Incorporation:

1. The name of the corporation is Dimensional Design Services Inc.

2. The following amendment to the Certificate of Incorporation was approved by the directors and thereafter duly adopted by the shareholders of the corporation on the 4th day of May, 19 83:

Resolved, that Article 1 of the Certificate of Incorporation be amended to read as follows:

RPMS CONSULTING ENGINEERS INC.

3. The number of shares outstanding at the time of the adoption of the amendment was 800. The total number of shares entitled to vote thereon was 800.

If the shares of any class or series are entitled to vote thereon as a class, set forth below the designation and number of outstanding shares entitled to vote thereon of each such class or series. (Omit if not applicable.)

4. The number of shares voting for and against such amendment is as follows: (If the shares of any class or series are entitled to vote as a class, set forth the number of shares of each such class and series voting for and against the amendment, respectively.)

<u>Number of Shares Voting For Amendment</u>	<u>Number of Shares Voting Against Amendment</u>
<u>800</u>	<u>-0-</u>

(If the amendment is accompanied by a reduction of stated capital, the following clause may be inserted in the Certificate of Amendment, in lieu of filing a Certificate of Reduction under Section 14A:7-19, Corporations, General, of the New Jersey Statutes. Omit this clause if not applicable.)

5. The stated capital of the corporation is reduced in the following amount: -0-. The manner in which the reduction is effected is as follows:

The amount of stated capital of the corporation after giving effect to the reduction is \$ -0-. (Must be set forth in dollars.)

6. If the amendment provides for an exchange, reclassification or cancellation of issued shares, set forth a statement of the manner in which the same shall be effected. (Omit if not applicable.)

(Use the following only if an effective date, not later than 30 days subsequent to the date of filing is desired.)

7. The effective date of this Amendment to the Certificate of Incorporation shall be _____.

Dated this NINETEENTH day of MAY, 19 83.

STEVEN J. BANIK

NJ LIC. No. GE25142

RPMS CONSULTING ENGINEERS INC.
(Corporate Name)

By Steven J. Banik
(Signature)

VICE-PRESIDENT
(Type or Print Name and Title)

(*May be executed by the chairman of the board, or the president, or a vice-president of the corporation.)

Return to Secretary of State, CN 300, Trenton, N. J. 08625, Attn: Corporation Filing.

Filing Fee

\$50.00

NOTE: No recording fees will be assessed.

TRANSACTION NO.: _____

FOLDER NO.: _____

6100117346

FILED

MAY 19 1983

JANE BURGIO
Secretary of State

CERTIFICATE OF AMENDMENT TO
CERTIFICATE OF INCORPORATION OF

International Design Services Inc.
(Domestic Corporations Only)

FILED BY:

RECORDED AND FILED:

Recorder's Initials

Form C-102A
Rev. 7/82CERTIFICATE OF AMENDMENT TO THE
CERTIFICATE OF INCORPORATION OFRPMS CONSULTING ENGINEERS, INC.

(For Use by Domestic Corporations Only)

NCF
FILED

JAN 28 1993

DANIEL J. DALTON
Secretary of StateTo: The Secretary of State "FEDERAL EMPLOYER IDENTIFICATION NO."
State of New Jersey

0921412

Pursuant to the provisions of Section 14A:9-2(4) and Section 14A:9-4(3), Corporations, General, of the New Jersey Statutes, the undersigned corporation executes the following Certificate of Amendment to its Certificate of Incorporation:

1. The name of the corporation is RPMS CONSULTING ENGINEERS, INC.
2. The following amendment to the Certificate of Incorporation was approved by the directors and thereafter duly adopted by the shareholders of the corporation on the 26th day of January, 1993:

Resolved, that Article ONE AND PURPOSES DIRECTORS DEGREE AND LICENSE NUMBER of the Certificate of Incorporation be amended to read as follows:

Article One: RPMS CONSULTING ENGINEERS, P.C.

Purpose: Engineering

License Number: Robert P. Perla, B.S.C.E. #23311

3. The number of shares outstanding at the time of the adoption of the amendment was 1,000. The total number of shares entitled to vote thereon was 1,000.

If the shares of any class or series are entitled to vote thereon as a class, set forth below the designation and number of outstanding shares entitled to vote thereon of each such class or series. (Omit if not applicable.)

4. The number of shares voting for and against such amendment is as follows: (If the shares of any class or series are entitled to vote as a class, set forth the number of shares of each such class and series voting for and against the amendment, respectively.)

<u>Number of Shares Voting For Amendment</u>	<u>Number of Shares Voting Against Amendment</u>
--	--

1,000

-0-

(If the amendment is accompanied by a reduction of stated capital, the following clause may be inserted in the Certificate of Amendment, in lieu of filing a Certificate of Reduction under Section 14A:7-19, Corporations, General, of the New Jersey Statutes. Omit this clause if not applicable.)

5. The stated capital of the corporation is reduced in the following amount: _____ The manner in which the reduction is effected is as follows:

The amount of stated capital of the corporation after giving effect to the reduction is \$ _____. (Must be set forth in dollars.)

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6. If the amendment provides for an exchange, reclassification or cancellation of issued shares, set forth a statement of the manner in which the same shall be effected. (omit if not applicable.)

(Use the following only if an effective date, not later than 30 days subsequent to the date of filing is desired.)

7. The effective date of this Amendment to the Certificate of Incorporation shall be _____.

Dated this 26th day of January, 19 93.

RPMS CONSULTING ENGINEERS, INC.

(Corporate Name)

By

(Signature)

Robert P. Perla, President

(Type or Print Name and Title)

(*May be executed by the chairman of the board, or the president, or a vice-president of the corporation.)

Return to Secretary of State, CN 300, Trenton, N. J. 08625, Attn: Corporation Filing.

Filing Fee \$50.00

NOTE: No recording fees will be assessed.

FILED BY:

(Domestic Corporations Only)

CERTIFICATE OF AMENDMENT TO
CERTIFICATE OF INCORPORATION OF

RECORDED AND FILED:

Recorder's Initials

TRANSACTION NO.:

FOLDER NO.:

ACORD CERTIFICATE OF LIABILITY INSURANCE

DATE (MM/DD/YY)
12/05/1996

PRODUCER (908)297-2299 FAX (908)297-8180

Clarke Insurance Agency, Inc.

Church Lane Plaza

2206 US HWY. 130

North Brunswick, NJ 08902-4805

Attn: Ext:

INSURED

RPMS Consulting Engineers Inc.
1 Rossmoor Dr. Ste 300
Jamesburg, NJ 08831

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 A Harleysville of NJ

COMPANY B

COMPANY C

COMPANY D

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
A	GENERAL LIABILITY X COMMERCIAL GENERAL LIABILITY CLAIMS MADE X OCCUR OWNER'S & CONTRACTOR'S PROT	MPA7A4086	10/01/1996	10/01/1997	GENERAL AGGREGATE \$ 2,000,000 PRODUCTS - COM/OP AGG \$ 2,000,000 PERSONAL & ADV INJURY \$ 1,000,000 EACH OCCURRENCE \$ 1,000,000 FIRE DAMAGE (Any one fire) \$ 50,000 MED EXP (Any one person) \$ 5,000
A	AUTOMOBILE LIABILITY ANY AUTO ALL OWNED AUTOS SCHEDULED AUTOS X HIRED AUTOS X NON-OWNED AUTOS	BA7A4086	10/01/1996	10/01/1997	COMBINED SINGLE LIMIT \$ 1,000,000 BODILY INJURY (Per person) \$ BODILY INJURY (Per accident) \$ PROPERTY DAMAGE \$
	GARAGE LIABILITY ANY AUTO				AUTO ONLY - EA ACCIDENT \$ OTHER THAN AUTO ONLY \$ EACH ACCIDENT \$ AGGREGATE \$
A	EXCESS LIABILITY UMBRELLA FORM X OTHER THAN UMBRELLA FORM	BEC7A4086	10/01/1996	10/01/1997	EACH OCCURRENCE \$ 5,000,000 AGGREGATE \$ 5,000,000
A	WORKERS COMPENSATION AND EMPLOYERS' LIABILITY THE PROPRIETOR/PARTNERS/EXECUTIVE OFFICERS ARE X INCL EXCL	WC7A4086	10/01/1996	10/01/1997	WC STATUTORY LIMITS OTHER EL EACH ACCIDENT \$ 100,000 EL DISEASE - POLICY LIMIT \$ 500,000 EL DISEASE - EA EMPLOYEE \$ 100,000
	OTHER				

DESCRIPTION OF OPERATIONS/LOCATIONS/VEHICLES/SPECIAL ITEMS

Cancellation: 10 days for non-payment; 30 days all other cancellations

CERTIFICATE HOLDER

State of Rhode Island
100 North Main St.
Providence, RI 02903-1335

CANCELLATION

SHOULD ANY OF THE ABOVE DESCRIBED POLICIES BE CANCELLED BEFORE THE EXPIRATION DATE THEREOF, THE ISSUING COMPANY WILL ENDEAVOR TO MAIL 10 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

Jeff Clarke

ACORD 25-S (1/95)

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