

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

Corp. I.D. # 90176

**APPLICATION FOR  
CERTIFICATE OF AUTHORITY  
OF**

— — — Balfour Beatty Construction, Inc.

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 Balfour Beatty Construction, Inc.

SECOND: The name which it elects to use in Rhode Island is

Balfour Beatty Construction, Inc.

(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 Delaware

FOURTH: The date of its incorporation is March 22, 1990 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 The Corporation Trust Company, Corporation Trust

1209 Orange St. Wilmington, DE 19801

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

C T CORPORATION SYSTEM

*Signature*

**JENNIFER F AULTMAN  
ASSISTANT SECRETARY**

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

Commercial and Highway Construction. Notwithstanding the foregoing, the purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized to do business under the laws of Rhode Island.

**FILED**

JUN 21 1996

By SS  
163530

96 JUN 17 17:00

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

<u>Name</u>	<u>Office</u>	<u>Address</u>
See attached list of directors	Director	
	Director	
	Director	
See attached list of officers	President	
	Vice President	
	Secretary	
	Treasurer	

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>
200,000	Common	(No series)	\$1.00

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>
100,000	Common	(No series)	\$1.00

ELEVENTH: An estimate of the value of all property to be owned by it for the following year, wherever located, is \$ 19,243,000

TWELFTH: An estimate of the value of its property to be located within Rhode Island during such year is \$ 1

THIRTEENTH: An estimate of the gross amount of business to be transacted by it during such year is \$ 183,423,000

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 \$ 1

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 June 18, 19 96

Balfour Beatty Construction, Inc.  
[Exact Corporate Name of Corporation Making Application]

By H. M. Bedelian  
Haro M. Bedelian  
Its President  
and J. Byron Wake  
J. Byron Wake  
Its Secretary

STATE OF Georgia } SC.  
COUNTY OF Fulton }

At Atlanta in said County on the 18th day  
of June 19 96, before me personally appeared  
Haro M. Bedelian & J. Byron Wake, who being by me first duly sworn, declared that  
they are the President & Asst. Secretary of Balfour Beatty Construction, Inc.,  
that they signed the foregoing document as such officers of the  
corporation, and that the statements therein contained are true.

Michelle R. DeMauro

Notary Public

MY COMMISSION EXPIRES JULY 27, 1999

(NOTARIAL SEAL)

June 10, 1996

## **BALFOUR BEATTY CONSTRUCTION, INC.**

### **PRINCIPAL OFFICERS**

Haro M. Bedelian - President and Chief Executive Officer  
One Angel Square, Torrens Street, London, England EC1V 1SX  
Business Address: Suite 200, 999 Peachtree Street, N.E., Atlanta, GA 30309

James B. Cichanski - Secretary and Vice President - Administration  
Residence Address: 805 Moss Creek Plantation, Duluth, GA 30136  
Business Address: Suite 200, 999 Peachtree Street, N.E., Atlanta, GA 30309

J. Byron Wake - Vice President, Treasurer, Chief Financial Officer, and Assistant Secretary  
Residence Address: 2358 Littlebrooke Drive, Atlanta, GA 30338-3157  
Business Address: Suite 200, 999 Peachtree Street, N.E., Atlanta, GA 30309

Simon R. Foster - Vice President - Planning and Business Development  
Residence Address: 2861 Alpine Road, N.E., Atlanta, GA 30305  
Business Address: Suite 200, 999 Peachtree Street, N.E., Atlanta, GA 30309

Richard Larsen - Vice President - General Construction  
Residence Address: 7235 Northgreen Drive, Atlanta, Georgia 30328  
Business Address: Suite 200, 999 Peachtree Street, N.E., Atlanta, GA 30309

William B. Miller - Vice President and COO of Highway Division  
Residence Address: Suite 140, 2800 South IH35., Austin, Texas 78704  
Business Address: Suite 200, 999 Peachtree Street, N.E., Atlanta, GA 30309

Beverly Trautman - Vice President and COO of Western Division  
Residence Address: 5200 Golden Foothill Parkway, Suite A, El Dorado Hills, CA 95762  
Business Address: Suite 200, 999 Peachtree Street, N.E., Atlanta, GA 30309

Stanley Zielenski - Vice President - Procurement, Equipment and Transportation  
Residence Address: 248 Southern Hill Drive, Duluth, Georgia 30155  
Business Address: Suite 200, 999 Peachtree Street, N.E., Atlanta, GA 30309

Joseph Byce - Vice President and COO of General Construction  
Residence Address: 650 Falls Lake Drive, Alpharetta, Georgia 30202-8059  
Business Address: Suite 200, 999 Peachtree Street, N.E., Atlanta, GA 30309

June 10, 1996

James L. Webster, Jr. - Vice President

Residence Address: 8801 Mountain Ridge Drive, Austin, Texas 78759

Business Address: Suite 200, 999 Peachtree Street, N.E., Atlanta, GA 30309

Harry R. Tarn - Vice President - Amtrak Project

Residence Address: 999 Peachtree Street, Atlanta, Georgia 30309-3964

Business Address: Suite 200, 999 Peachtree Street, N.E., Atlanta, GA 30309

June 10, 1996

**BALFOUR BEATTY CONSTRUCTION, INC.**

**DIRECTORS**

Haro M. Bedelian - Chairman

Residence Address: One Angel Square, Torrens Street, London, England EC1V 1SX

Business Address: Suite 200, 999 Peachtree Street, N.E., Atlanta, GA 30309

J. Byron Wake - Director

Residence Address: 2358 Littlebrooke Drive, Atlanta, GA 30338-3157

Business Address: Suite 200, 999 Peachtree Street, N.E., Atlanta, GA 30309

Simon R. Foster - Director

Residence Address: 2861 Alpine Road, N.E., Atlanta, GA 30305

Business Address: Suite 200, 999 Peachtree Street, N.E., Atlanta, GA 30309

James B. Cichanski - Director

Residence Address: 805 Moss Creek Plantation, Duluth, GA 30136

Business Address: Suite 200, 999 Peachtree Street, N.E., Atlanta, GA 30309

*Office of the Secretary of State*

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF INCORPORATION OF "BALFOUR BEATTY CONSTRUCTION, INC.", FILED IN THIS OFFICE ON THE TWENTY-SECOND DAY OF MARCH, A.D. 1990, AT 12 O'CLOCK P.M.



A handwritten signature in cursive script, reading "Edward J. Freel".

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Edward J. Freel, Secretary of State

AUTHENTICATION:

2225663 8100

DATE:

7975701

960165094

06-06-96