

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. # 95736

APPLICATION FOR CERTIFICATE OF AUTHORITY OF

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 T. & M. Associates

SECOND: The name which it elects to use in Rhode Island is T & M Associates, 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 State of New Jersey

FOURTH: The date of its incorporation is 3-17-1966 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 11 Tindall Road, Middletown, NJ 07748

SIXTH: The address of its proposed registered office in Rhode Island is 170 Westminister St., Suite 900, Providence and the name of its proposed registered agent in Rhode Island at that address is Corporation Service Company

[Signature]
Signature

SEVENTH: The purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are practice of professional engineering, including, but not limited to, consultation, investigation, evaluation, planning, design & general supervision of construction or operation for the purpose of assuring compliance with plans, specifications & design in connection with any public or private engineering or industrial project.

FILED

JUN 18 1997

CC # 187232

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

<u>Name</u>	<u>Office</u>	<u>Address</u>
See attached	Director	
	Director	
	Director	
	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>
75,000 ¹	-	-	None

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>
62,873	-	-	None

ELEVENTH: An estimate of the value of all property to be owned by it for the following year, wherever located, is \$ 1,500,000

TWELFTH: An estimate of the value of its property to be located within Rhode Island during such year is \$ 1,000

THIRTEENTH: An estimate of the gross amount of business to be transacted by it during such year is \$ 16,000,000

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 \$ 25,000

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 May 29, 1997

T & M Associates
[Exact Corporate Name of corporation Making Application]

By C. Bernard Blum, Jr.
Its President
and Thomas A. Thomas
Its Secretary

STATE OF New Jersey

COUNTY OF Monmouth

} Sc.

At Middletown, NJ in said County on the 29th day
of May 1997 before me personally appeared C. Bernard Blum, Jr.
who being by me first duly sworn, declared that
he/she is the President of T & M Associates
that he/she signed the foregoing document as such President of the
corporation, and that the statements therein contained are true.

Mary C. Hughes
Notary Public

(NOTARIAL SEAL)

MARY C. HUGHES
Notary Public of New Jersey
My Commission Expires Feb. 26, 2001

U.S. DEPARTMENT OF JUSTICE
FEDERAL BUREAU OF INVESTIGATION
WASHINGTON, D.C.

1. *Y. ...*

OFFICERS OF T & M ASSOCIATES

Chairman of the Board:

Richard M. Schulz 1 Lefferts Ct., Middletown, NJ 07748 139-18-3259

President:

C. Bernard Blum, Jr. 60 Washington St., Rumson, NJ 07760 149-28-7534

Executive Vice-President:

Edward G. Broberg, 19 Eastbrook Dr., Holmdel, NJ 07733 151-34-9989

Sr. Vice President/Treasurer

William P. Farrell, Jr., 841 Astoria Sr., Toms River, NJ 08753 138-32-2585

Sr. Vice President/Ass't Secretary

Kevin F. Toolan, 6 Richard Ct., Manalapan, NJ 07726 154-36-7986

Vice President/Secretary

Thomas A. Thomas, 629 Holly Hill Drive, Brielle, NJ 08730 378-42-2827

Vice President

William E. Wright, Jr., 238 Passaic Ave. Pt. Pleasant, NJ 08742 149-28-9045

Vice President/Ass't Treasurer

Richard A. Kosenski, 16 Doreen Dr., Oceanport, NJ 07757 137-42-3655

Vice President

Frederick J. Hofmann, 4 Ballinswood Rd., Atlantic Highlands, NJ 07716 151-28-7981

Board of Directors members are: Messrs. Schulz, Blum, Broberg, Toolan, Farrell, Thomas & Kosenski and Peter P. Repetti, 141 Brightwood Ave., Westfield, NJ, 07090 and Charles J. Rooney, 318 Garfield Ave., Avon-by-the-Sea, NJ, 07717.



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

SANDRA WILLIAMS
SECRETARY OF STATE'S OFFICE
100 N. MAIN STREET
PROVIDENCE, RI 02903

21 MAY 1997

Pursuant to the provisions of Title 5, Chapter 8, Paragraph 24, of the Rhode Island General Laws, the firms here and named have been approved for a Certificate of Authorization to practice or offer to practice engineering within the State of Rhode Island. Any firm which has not been approved and issued a Certificate of Authorization shall not be permitted pursuant to the provisions of Title 5, Chapter 8 of the Rhode Island General Laws to practice or offer to practice engineering within this state. If you have any questions, please feel free to contact the Board and/or its legal counsel at 277-2565.

The firms listed below have been reviewed by the Board on 21 MAY 1997. These firms are **APPROVED** pending receipt of a Certificate of Good Standing or letter of registration of foreign corporation from your office.

JOSEPH P. CARRARA & SONS
EBASCO SERVICES INCORPORATED
SAVAGE ENGINEERING, INC.
SCHNABEL FOUNDATION COMPANY
SEA CONSULTANTS INC.
T & M ASSOCIATES

Agnes R. Smith
for Agnes R. Smith
Administrative Assistant

Dated: 5/21/97

00455

0479

Form C100 4-20-62: 10M

\$25.00 minimum
Make checks payable to
Secretary of State
(R.S. 14:10-1.2)

Certificate of Incorporation

OF THE

T & M ASSOCIATES

This is to Certify

That we

E. FLOYCE GIBSON,
RICHARD M. SCHULZ,
LOUIS R. AIKINS, and
EDWARD A. BUGNI,

do hereby associate ourselves into a corporation, under and by virtue of the provisions of Title 14, Corporations, General, Revised Statutes, and the several supplements thereto and acts amendatory thereof, and do severally agree to take the number of shares of capital stock set opposite our respective names.

First:

The name of the corporation is T & M ASSOCIATES.

Second:The location of the principal office is 279 Broadway, ~~Street~~

in the City of Long Branch, County of Monmouth.

The name of the agent therein and in charge thereof, upon whom process against this corporation may be served, is Louis R. Aikins, Esq.

Third:

The objects for which this corporation is formed are :

To carry on and conduct the practice of professional engineering, including, but not limited to, consultation, investigation, evaluation, planning, design and general supervision of construction or operation for the purpose of assuring compliance with plans, specifications and design in connection with any public or private engineering or industrial project.

To acquire, buy, own, hold, manage, and control, real and personal property of every description, and deal in other investments, including its own stock and stock in any other corporations, and to sell and convey, mortgage, pledge, lease or otherwise dispose of such property or any part thereof, and to borrow and lend money either upon or without security.

And to do and perform any and every act or thing that may be appurtenant to, incidental to or necessary in connection with the foregoing purposes.

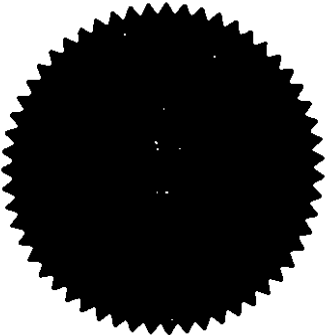
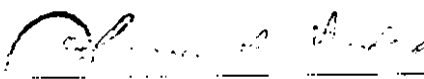
ENH



I, the Secretary of State of the State of New Jersey,
do hereby Certify *that the foregoing is a true copy of* _____
Certificate of Incorporation, Amendments and Merger thereto of: _____
T & M ASSOCIATES. _____

as the same is taken from and compared with the original
Filed in this office on the dates 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 3rd
day of April A.D.
19 97



 Secretary of State