

Filing and License Fee: \$310.00 minimum

ID Number: 158190



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
148 W. River Street
Providence, Rhode Island 02904-2615

FILED

AUG 22 2006

BUSINESS CORPORATION

By AMF
24-082406

APPLICATION FOR CERTIFICATE OF AUTHORITY

Pursuant to the provisions of Section 7-1.2-1405 of the General Laws of Rhode Island, 1956, as amended, the undersigned foreign 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:

1. The name of the corporation is DLR Group inc.
2. It is incorporated under the laws of Nebraska
3. The name, if different, which it elects to use in Rhode Island is:

(a) *If the name of the corporation in its jurisdiction of incorporation does not contain the word "corporation," "company," "incorporated," or "limited," or an abbreviation thereof, then list the name of the corporation with the addition of one of the above corporate endings for use in Rhode Island:*

(b) *If the corporate name is not available in Rhode Island, then set forth below the fictitious name under which the corporation will qualify and transact business in Rhode Island as stated in the "Fictitious Business Name Statement" to be filed with this application:*

4. The date of its incorporation is April 7, 1966 and the period of its duration is perpetual

5. The address of its principal office in the state or country under the laws of which it is incorporated is 400 Essex Court, Omaha, NE 68114-3778

6. The address of its proposed registered office in Rhode Island is 10 Weybosset Street
(Street Address, not P.O. Box)

Providence, RI 02903 and the name of its proposed registered agent in Rhode Island at
(City/Town) (Zip Code)

that address is C. T. Corporation System
(Name of Agent)

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

To provide architectural and landscape architectural design services.

8. (a) The names and respective addresses of its directors (optional unless directors are required under the laws of the state or country of which it is incorporated).

	<u>Name</u>	<u>Address</u>
Director	<u>Dale D. Hallock</u>	<u>400 Essex Court, Omaha, NE 68114-3778</u>
Director	<u>Thomas E. Penney</u>	<u>400 Essex Court, Omaha, NE 68114-3778</u>
Director	<u>Joseph F. Haines</u>	<u>400 Essex Court, Omaha, NE 68114-3778</u>
Director	<u>James R. Jaros</u>	<u>400 Essex Court, Omaha, NE 68114-3778</u>
Director	<u>William G. Davenport</u>	<u>400 Essex Court, Omaha, NE 68114-3778</u>

- (b) The names and respective addresses of its principal officers (mandatory if directors are not required under the laws of the state or country of which it is incorporated).

	<u>Name</u>	<u>Address</u>
President	<u>Kenneth P. West</u>	<u>400 Essex Court, Omaha, NE 68114-3778</u>
Vice President	<u>G. Richard Dubes</u>	<u>400 Essex Court, Omaha, NE 68114-3778</u>
Treasurer	<u>Dennis L. Wiederholt</u>	<u>400 Essex Court, Omaha, NE 68114-3778</u>
Secretary	<u>Gerold D. Klein</u>	<u>400 Essex Court, Omaha, NE 68114-3778</u>

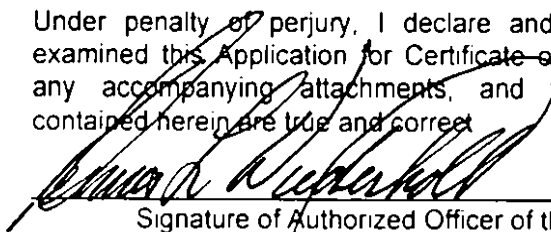
9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value or Statement that Shares are without Par Value</u>
<u>160.000</u>	<u>common</u>		<u>\$1.00</u>

10. (a) An estimate of the value of all property to be owned by the corporation for the following year, wherever located, is
\$ 2,365,789.00
- (b) An estimate of the value of the corporation's property to be located within Rhode Island during the following year is
\$ 0.00
- (c) An estimate, expressed as a percentage, of the proportion that the estimated value of the property of the corporation to be located within this state during the following year bears to the value of all property of the corporation to be owned during the following year, wherever located, is 0 %. [divide (b) by (a) and multiply by 100 to obtain the percentage].
11. (a) An estimate of the gross amount of business to be transacted by the corporation during the following year is
\$ 17,900,000.00
- (b) An estimate of the gross amount of business to be transacted by the corporation at or from places of business in Rhode Island during the following year is \$ 0
- (c) An estimate, expressed as a percentage, of the proportion that the gross amount of business to be transacted by the corporation at or from places of business in this state during the following year bears to the gross amount thereof which will be transacted by the corporation during the following year is 0 % [divide (b) by (a) and multiply by 100 to obtain the percentage].
12. This application is accompanied by a certificate of Good Standing issued by the proper officer of the state or country under the laws of which it is incorporated.
13. This Application for Certificate of Authority shall be effective upon filing unless a specified date is provided which shall be no later than the 90th day after the date of this filing _____

Under penalty of perjury, I declare and affirm that I have examined this Application for Certificate of Authority, including any accompanying attachments, and that all statements contained herein are true and correct.

Date: August 21, 2006



Signature of Authorized Officer of the Corporation

Dennis L. Wiederholt, Treasurer

Type or Print Name of Authorized Officer



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

BOARDS FOR DESIGN PROFESSIONALS

BOARD OF EXAMINATION AND REGISTRATION OF ARCHITECTS

BOARD OF EXAMINERS OF LANDSCAPE ARCHITECTS

BOARD OF REGISTRATION FOR PROFESSIONAL ENGINEERS

BOARD OF REGISTRATION FOR PROFESSIONAL LAND SURVEYORS

1 CAPITOL HILL, 3rd FLOOR, PROVIDENCE, R.I. 02908-5860

(401) 222-2565 Fax: (401) 222-5744

20 July 2006

DLR-GROUP, INC.
DAVID H. CONTAG
400 ESSEX COURT
OMAHA, NE 68114

Dear Sir/Madam,

Your Certificate of Authorization has been reviewed and approved by the Rhode Island Board of Examiners of Landscape Architects **pending receipt** of a **Certificate of Good Standing** from the RI Secretary of State's Office. To complete the process, the following information is requested.

A CERTIFICATE OF GOOD STANDING, not Certificate of Authority, issued by the Rhode Island standing. The Board is requesting that a certificate of good standing be provided within 60 days. THIS LETTER MUST ACCOMPANY YOUR CERTIFICATE OF AUTHORITY APPLICATION TO THE SECRETARY OF STATE'S OFFICE, ALONG WITH THE REQUIRED FEE FOR A CERTIFICATE OF GOOD STANDING.

You can contact the Secretary of State's Office by calling (401) 222-3040. Ask for corporations and explain you need the necessary papers to become registered in the State of Rhode Island.

Upon receipt of this CERTIFICATE OF GOOD STANDING, the Board will issue your Certificate of Authorization. If you have any questions, please feel free to contact this Board.

Please be advised that until receipt of this CERTIFICATE OF GOOD STANDING your application is considered incomplete and you are not authorized to practice landscape architecture in the state of Rhode Island.

Very truly yours,

Board of Examiners of Landscape Architects


John C. Carter
Chairman

JCC/im

STATE OF

NEBRASKA



United States of America,
State of Nebraska } ss.

Department of State
Lincoln, Nebraska

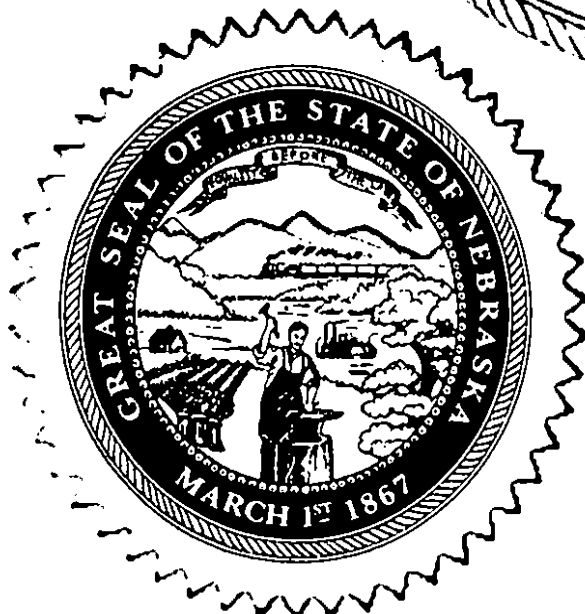
I, John A. Gale, Secretary of State of Nebraska do hereby certify;

was duly incorporated under the laws of this state on April 6, 1966 and do further certify that no occupation taxes assessed are unpaid and no biennial reports are delinquent; articles of dissolution have not been filed and said corporation is in existence as of the date of this certificate.

In Testimony Whereof,

I have hereunto set my hand and affixed the Great Seal of the State of Nebraska on August 15, 2006.

John A. Gale
SECRETARY OF STATE



This certificate is not to be construed as an endorsement, recommendation, or notice of approval of the entity's financial condition or business activities and practices.