

Filing and License Fee: \$310.00 minimum

ID Number:

160094



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

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

BUSINESS CORPORATION

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 Utility Engineering, Inc.
2. It is incorporated under the laws of Delaware
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 September 14, 2005 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 _____
1209 Orange Street, Wilmington, Delaware 19808
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 is
(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:
general Construction and all activities necessary and incidental thereto.
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).

	Name	Address
Director	See Attachment	
Director	_____	_____
Director	_____	_____
Director	_____	_____

FILED

NOV 30 2006

By [Signature] 8700

- (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	See Attachment	
Vice President		
Treasurer		
Secretary		

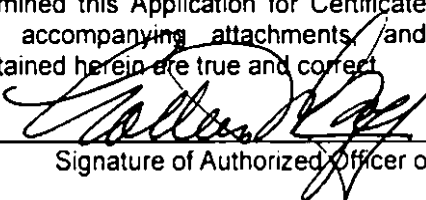
9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value or Statement that Shares are without Par Value</u>
100000	Common	N/A	1.0000

10. (a) An estimate of the value of all property to be owned by the corporation for the following year, wherever located, is \$ 0.0000.
- (b) An estimate of the value of the corporation's property to be located within Rhode Island during the following year is \$ 0.0000.
- (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 \$ 58500.0000.
- (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 \$ 0.0000.
- (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: 11/15/06



 Signature of Authorized Officer of the Corporation

Colleen M. Goff, Secretary

 Type or Print Name of Authorized Officer

Officers

UTILITY ENGINEERING CORPORATION

Current

Name	Title	Former	Office
John B. Zachry	Chairman of the Board/Chief Executive Officer	Current	527 Logwood San Antonio, TX 78221
Gerald P. Burke	President	Current	1515 Arapahoe St., Tower 1, Suite 900 Park Central Building Denver, CO 80202
Eddie T. Barron	Senior Vice President	Current	5601 West IH 40 Amarillo, TX 79106
Robert A. Gresham	Vice President	Current	Utility Engineering Corporation 1515 Arapahoe Street, Tower 1, Ste. 900 Park Central Bldg. Denver, CO 80202
Daniel E. Henke	Vice President	Current	Utility Engineering Plaza 5601 I-40 West Amarillo, TX 79106- 4605
Michael Morris	Vice President	Current	527 Logwood San Antonio, TX 78221
Barry Richey	Vice President	Current	9420 Underwood Avenue Suite 200 Omaha, NE 68114
Jimmy D. Williams	Vice President	Current	Utility Engineering Corporation 5601 West IH-40 Amarillo, TX 79106- 4605
Richard D. Johnson	Vice President	Current	1515 Arapahoe Street Tower 1, Ste. 900 Denver, CO 80202 USA
D. Kirk McDonald	Vice President/Treasurer	Current	527 Logwood San Antonio, TX 78221

Colleen M. Goff	Secretary	Current	527 Logwood San Antonio, TX 78221
Shannon P. Moralez	Assistant Secretary	Current	527 Logwood San Antonio, TX 78221
Royce W. Corbell	Controller/Assistant Secretary	Current	Utility Engineering Corporation 500 South Taylor, Suite 400 Amarillo, TX 79101

Directors

UTILITY ENGINEERING CORPORATION

Current/

Name	Type	Former	Office
John B. Zachry	Director	Current	527 Logwood San Antonio, TX 78221
David S. Zachry	Director	Current	527 Logwood San Antonio, TX 78221
D. Kirk McDonald	Director	Current	527 Logwood San Antonio, TX 78221
Colleen M. Goff	Director	Current	527 Logwood San Antonio, TX 78221 Phone: 210-302- 3527

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "UTILITY ENGINEERING CORPORATION" IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SIXTEENTH DAY OF NOVEMBER, A.D. 2006.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



4028695 8300

061053275

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5203645

DATE: 11-16-06



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, 2nd FLOOR, PROVIDENCE, R.I. 02908-5860
(401) 222-2565 Fax: (401) 222-5744 www.bdp.state.ri.us

RECEIVED
SECRETARY OF STATE
CORPORATIONS DIV
2006 NOV 30 PM 12:02

15 November 2006

UTILITY ENGINEERING CORP.

JIMMY WILLIAM

1515 ARAPAHOE ST., TOWER 1, STE. 900

DENVER, CO 80202-4256

Dear Sir/Madam:

Your request for issuance of a Certificate of Authorization has been reviewed and approved, in the **ELECTRICAL** discipline(s) only, by the Rhode Island Board of Registration for Professional Engineers.

You can amend your Certificate of Authorization at a later date if you wish to include other disciplines. Please note that this approval is to offer services in the **ELECTRICAL** discipline only. In accordance with the procedures adopted by this Board, you are requested to provide the following information.

The document requested by the Board is a **CERTIFICATE OF GOOD STANDING**, not Certificate of Authority, 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 60 days. A copy of this letter must accompany your certificate of authority application, along with the required fee for a certificate of good standing, to the Secretary of State's office.

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 through its secretary or legal counsel.

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

Very truly yours,

BOARD OF REGISTRATION FOR PROFESSIONAL ENGINEERS

Nicholas W. Capezza, Jr., P.E.
Nicholas W. Capezza, Jr., P.E.
Secretary

NWC/im

Certified Mail