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CT CORPORATION

February 20, 2003

Secretary of State, Florida
409 East Gaines Street
Tallahassee FL 32399

Re: Order #: 5791337 SO
Customer Reference 1:
Customer Reference 2:

Dear Secretary of State, Florida:

Please file the attached:

Little Mendelson, P.C. (CA)
Qualification
Florida

Enclosed please find a check for the requisite fees. Please return evidence of filing(s) to my attention.

If for any reason the enclosed cannot be filed upon receipt, please contact me immediately at (850) 222-1092. Thank you very much for your help.

Sincerely,

Ashley A Mitchell
Fulfillment Specialist
Ashley_Mitchell@cch-lis.com

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. LITTLER MENDELSON, P.C.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. California 3. 94-2602731
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. February 1, 1978 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. "upon qualification"
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 650 California Street, 20th floor, San Francisco, CA 94108
(Principal office address)
- same
(Current mailing address)

8. Legal Services
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: C T Corporation System

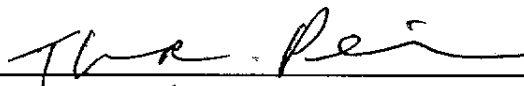
Office Address: 1200 South Pine Island Road,
Plantation, Florida 33324
(City) (Zip code)

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03 FEB 20 PM 2:30
CLERK OF THE STATE
TALLAHASSEE, FLORIDA

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

C T Corporation System

By: 
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Wesley J. Fastiff

Address: 650 California Street, 20th floor

San Francisco, CA 94108

Vice Chairman: Robert F. Millman

Address: 2049 Century Park East, 5th floor

Los Angeles, CA 90067

Director: Please see attached sheet for list of all current directors

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: Wendy L. Tice-Wallner

Address: 650 California Street, 20th floor

San Francisco, CA 94108

Vice President: _____

Address: _____

Secretary: Peter A. Susser

Address: 1225 I Street, N.W., Suite 1000, Washington, DC 20005

Treasurer: Steven R. McCown

Address: 2001 Ross Avenue, Suite 2600, Dallas, TX 75201

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Wendy L. Tice-Wallner, President & Managing Director

(Typed or printed name and capacity of person signing application)

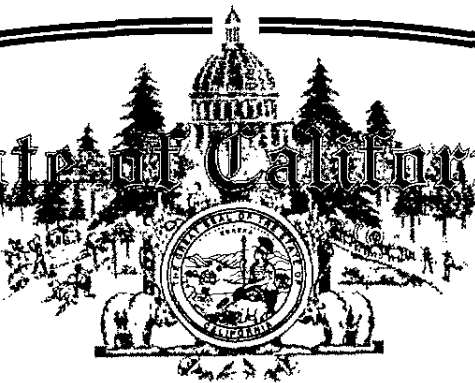
LITTLER MENDELSON, P.C.

Board of Directors and Officers

as of June 16, 2002

<u>Attorney</u>	<u>Officer</u>	<u>Address</u>
Wesley J. Fastiff	Chairman of the Board	650 California Street, 20 th floor, San Francisco, CA 94108
Robert F. Millman	Vice-Chairman of the Board	2049 Century Park East, 5 th Floor, Los Angeles, CA 90067
Wendy L. Tice-Wallner	President & Managing Director	650 California Street, 20 th floor, San Francisco, CA 94108
Peter A. Susser	Executive Vice President & Secretary	1225 I Street, N.W., Suite 1000, Washington, DC 20005
Steven R. McCown	Executive Vice President & Treasurer	2001 Ross Avenue, Suite 2600, Dallas, TX 75201
 <u>Board of Directors</u>		
Mark A. de Bernardo		1225 I Street, N.W., Suite 1000, Washington, DC 20005
Jaffe D. Dickerson		2049 Century Park East, 5 th Floor, Los Angeles, CA 90067
David S. Durham		650 California Street, 20 th floor, San Francisco, CA 94108
Wesley J. Fastiff		650 California Street, 20 th floor, San Francisco, CA 94108
Eric A. Grover		650 California Street, 20 th floor, San Francisco, CA 94108
Patrick H. Hicks		3930 Howard Hughes Parkway, Suite 200, Las Vegas, NV 98109
Ronald E. Manthey		2001 Ross Avenue, Suite 2600, Lock Box 116, Dallas, TX 75201
Garry G. Mathiason		650 California Street, 20 th floor, San Francisco, CA 94108
Fraser A. McAlpine		The Chevron Tower, 1301 McKinney Street, Suite 1900, Houston, TX 77010
Steven R. McCown		2001 Ross Avenue, Suite 2600, Dallas, TX 75201
Robert F. Millman		2049 Century Park East, 5 th floor, Los Angeles, CA 90067
Marko J. Mrkonich		Multifoods Tower, 33 South 6 th Street, Suite 3110, Minneapolis, MN 55402
J. Mark Ogden		2425 E. Camelback Road, Suite 900, Phoenix, AZ 85016
David J. Parsons		200 North LaSalle Street, Suite 2900, Chicago, IL 60601
Dudley C. Rochelle		3348 Peachtree Road, N.E., Suite 1100, Atlanta, GA 30326
Bruce J. Sarchet		2520 Venture Oaks Way, Suite 390, Sacramento, CA 95833
Gregg C. Sindici		701 B Street, 13 th floor, San Diego, CA 92101
Peter A. Susser		1225 I Street, N.W., Suite 1000, Washington, DC 20005
Wendy L. Tice-Wallner		650 California Street, 20 th floor, San Francisco, CA 94108

State of California



SECRETARY OF STATE CERTIFICATE OF STATUS DOMESTIC CORPORATION

I, KEVIN SHELLEY, Secretary of State of the State of California, hereby certify:

That on the **1ST** day of **FEBRUARY**, 1978, **LITTLER MENDELSON, P. C.** became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of February 19, 2003.



Kevin Shelley
KEVIN SHELLEY
Secretary of State