

F05000006160

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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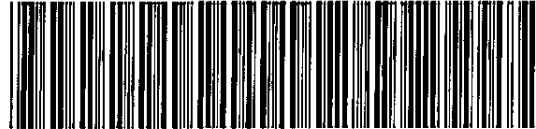
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SECRETARY OF STATE



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 656161 7469347

AUTHORIZATION :

Patricia Pajoto

COST LIMIT : \$ 70.00

FILED
05 OCT 24 PM 3:01
SECURITY STATE
TALLAHASSEE, FLORIDA

ORDER DATE : October 17, 2005

ORDER TIME : 9:49 AM

ORDER NO. : 656161-010

CUSTOMER NO: 7469347

FILED
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SECURITY STATE
TALLAHASSEE, FLORIDA

FOREIGN FILINGS

NAME: SCHOOR DEPALMA INC.

file first

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Heather Chapman -- EXT# 2908

EXAMINER: _____

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. Schoor DePalma Inc.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. New Jersey

(State or country under the law of which it is incorporated)

3. 22-1863597

(FEI number, if applicable)

4. February 25, 1969

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. As of filing, corporation has not transacted any business in Florida

(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 200 State Highway Nine, Manalapan, NJ 07726

(Principal office address)

2223 Herschel Street, Jacksonville, FL 32204

(Current mailing address)

8. Practice of professional engineering and consulting 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 NOT acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida 32301

(City)

(Zip code)

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.

Corporation Service Company

By: Jane S. Kraeger

(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:

FILED
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TALLAHASSEE, FLORIDA

A. DIRECTORS

Chairman: (see attached sheet)

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: (see attached sheet)

Address: _____

Vice President: _____

Address: _____

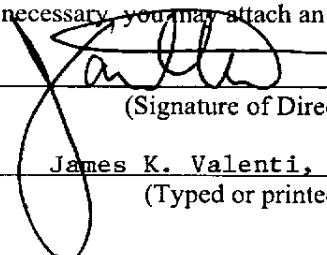
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13.  _____
(Signature of Director or Officer listed in number 12 of the application)

14. James K. Valenti, Esq., General Counsel / Executive Vice President
(Typed or printed name and capacity of person signing application)

SCHOOR DEPALMA, INC.

LIST OF OFFICERS AND DIRECTORS

| NAME | TITLE | BUSINESS ADDRESS | RESIDENTIAL ADDRESS |
|---------------------------|---|---|---|
| Stephen P. DePalma | Chairman and Chief Executive Officer and Director | 200 State Highway Nine Manalapan, NJ 07726 | 64 Rivergate Way Long Branch, NJ 07740 |
| Troy D. Templeton | Vice Chairman and Director | 2665 South Baysshore Drive Miami, FL 33133 | 6250 SW 130 Terrace Miami, FL 33156 |
| George G. McCann | President and Chief Operating Officer and Director | 200 State Highway Nine Manalapan, NJ 07726 | 12 Hendrickson Court Manalapan, NJ 07726 |
| Theodore D. Cassera | Senior Executive Vice President | 200 State Highway Nine Manalapan, NJ 07726 | Four Todd Court Fairfield, NJ 07004 |
| Anthony J. Cimino | Senior Executive Vice President and Director | 200 State Highway Nine Manalapan, NJ 07726 | 18 Norcross Circle Hamilton, NJ 08619 |
| Dennis P. McConnell | Executive Vice President, Asst. Chief Operating Officer and Treasurer | 200 State Highway Nine Manalapan, NJ 07726 | 40 Wellington Drive Tinton Falls, NJ 07724 |
| James K. Valenti, Esquire | Executive Vice President, General Counsel & Secretary | 200 State Highway Nine Manalapan, NJ 07726 | 8 Oxford Key Colts Neck, NJ 07722 |
| David Gershman, Esquire | Assistant Secretary | 2665 South Baysshore Drive Miami, FL 33133 | 4091 Park Avenue Miami, FL 33133 |
| James E. Elias | Director | 2665 South Baysshore Drive Miami, FL 33133 | 2451 Brickell Avenue, #16H Miami, FL 33129 |
| Peter Vandenberg, Jr. | Director | 2665 South Baysshore Drive Miami, FL 33133 | 6660 S.W. 100 th Street Miami, FL 33156 |

STATE OF NEW JERSEY
DEPARTMENT OF TREASURY
SHORT FORM STANDING

SCHOOR DEPALMA INC.

7967180000

With the Previous or Alternate Name

SCHOOR ENGINEERING, INC. (Previous Name)

SCHOOR, DE PALMA & GILLEN, INC. (Previous Name)

SCHOOR, DEPALMA & CANGER, INC. (Previous Name)

*SCHOOR, DEPALMA & CANGER GROUP, INC. (Previous
Name)*

SCHOOR & CANGER GROUP, INC. (Previous Name)

*SCHOOR, DEPALMA & CANGER GROUP, INC. (Previous
Name)*

DAMIANO LONG (Alternate Name)

*I, the Treasurer of the State of New Jersey, do
hereby certify that the above-named
New Jersey Domestic Profit Corporation was
registered by this office on February 25, 1969.*

*As of the date of this certificate, said business
continues as an active business in good standing
in the State of New Jersey, and its Annual Reports
are current.*

*I further certify that the registered agent and
registered office are:*

Continued on next page . . .

STATE OF NEW JERSEY
DEPARTMENT OF TREASURY
SHORT FORM STANDING

SCHOOR DEPALMA INC.

James K. Valenti
200 State Hwy 9
Manalapan, NJ 07726

IN TESTIMONY WHEREOF, I have
hereunto set my hand and
affixed my Official Seal
at Trenton, this
20th day of October, 2005



A handwritten signature in cursive script, appearing to read "John E. McCormac".

John E McCormac, CPA
State Treasurer