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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP

WAIT

MAIL

(Business Entity Name)

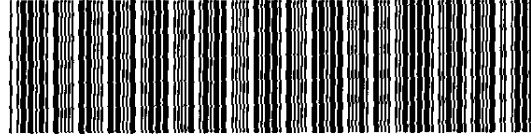
(Document Number)

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DIVISION OF CORPORATIONS

Ps 9/13/12



**CROWLEY & COMPANY, P.C.**  
CERTIFIED PUBLIC ACCOUNTANTS

491 John Young Way, Suite 310  
Exton, PA 19341

Phone (610) 280-3980  
Fax (610) 280-3984

September 2012

ERM GROUP FOUNDATION,  
INC.

There is enclosed, in duplicate, your APPLICATION BY FOREIGN NOT FOR PROFIT  
CORPORATION FOR AUTHORIZATION TO for the year ended \_\_\_\_\_  
CONDUCT ITS AFFAIRS IN FLORIDA

Please comply carefully with the following instructions:

SIGNATURE: Please review return carefully before signing where indicated.

AMOUNT DUE: \$70

Make payable to: Florida Secretary of State

Or

REFUND: \_\_\_\_\_

MAIL TO: NEW FILING SECTION  
DIVISION OF CORPORATIONS  
P.O. Box 6327  
TALLAHASSEE, FL 32314

DUE DATE: Mail return NO LATER THAN \_\_\_\_\_

DUPLICATE COPY: Retain copy in your files.

**COVER LETTER**

**TO:** New Filing Section  
Division of Corporations

**SUBJECT:** ERM GROUP FOUNDATION, INC.  
Name of Corporation - must include suffix

Dear Sir or Madam:

The enclosed "Application by Foreign Not for Profit Corporation for Authorization to Conduct its Affairs in Florida", "Certificate of Existence", or "Certificate of Good Standing" and check are submitted to register the above referenced not for profit corporation to conduct its affairs in Florida.

Please return all correspondence concerning this matter to the following:

JANICE TAPLAR  
Name of Person

ERM GROUP FOUNDATION, INC.  
Firm/Company

350 EAGLEVIEW BLVD., SUITE 200  
Address

EXTON, PA 19341  
City/State and Zip Code

JANICE.TAPLAR@ERM.COM  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

JANICE TAPLAR at ( 610 ) 524-3630  
Name of Person Area Code & Daytime Telephone Number

**MAILING ADDRESS:**  
New Filing Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**STREET/COURIER ADDRESS:**  
New Filing Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy

**APPLICATION BY FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO CONDUCT ITS AFFAIRS IN FLORIDA**

IN COMPLIANCE WITH SECTION 617.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO CONDUCT ITS AFFAIRS IN THE STATE OF FLORIDA:

1. ERM GROUP FOUNDATION, INC.  
(Name of corporation: must include the word "INCORPORATED" or "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. "Company" or "Co." may not be used as a corporate suffix by a nonprofit corporation.)

2. PENNSYLVANIA 3. 23-2792333  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 06/13/1994 5. PERPETUAL  
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 01/01/2012  
(Date first conducted affairs in Florida if prior to registration. See sections 617.1501 & 617.1502, F.S. to determine penalty liability.)

7. 350 EAGLEVIEW BLVD., SUITE 200, EXTON, PA 19341  
(Principal office address)

350 EAGLEVIEW BLVD., SUITE 200, EXTON, PA 19341  
(Current mailing address)

8. CHARITABLE SOLICITATION  
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

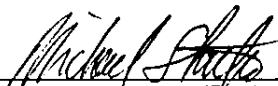
9. Name and street address of Florida registered agent: (P.O. Box **NOT** acceptable)

Name: MICHAEL STARKS

Office Address: 5909 HAMPTON OAKS PARKWAY, SUITE D

TAMPA, Florida 33610  
(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.*

  
(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.

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

A. DIRECTORS

Chairman: SEE ATTACHED

Address: \_\_\_\_\_  
\_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

B. OFFICERS

President: SEE ATTACHED

Address: \_\_\_\_\_  
\_\_\_\_\_

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Secretary: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

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

13. Janice L. Taylor  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Janice L. Taylor, Executive Director  
(Typed or printed name and capacity of person signing application)

**THE ERM GROUP FOUNDATION, INC.**  
EIN: 23-2792333

2012 Roster of Officers and Directors

Corporate Officers:

Robert Livermore President and Director  
7272 E. Indian School Road  
Suite 100  
Scottsdale, AZ 85251  
Phone #: (480) 998-2401

David Murtha Vice President and Director  
1159 Pittsford-Victor  
Suite 200  
Pittsford, NY 14534  
Phone #: (585) 387-0510

Mike Starks Treasurer and Director  
5909 Hampton Oaks Parkway  
Suite D  
Tampa, FL 33610  
Phone #: (813) 622-8727

Truong Mai Secretary and Director  
2875 Michelle Drive  
Suite 200  
Irvine, CA 92606  
Phone #: (949) 623-4700

Janice Taplar Executive Director  
350 Eagleview Blvd.  
Suite 200  
Exton, PA 19341  
Phone #: (610) 524-3630

Corporate Directors:

Deever Bradley Director  
15810 Park Ten Place  
Suite 300  
Houston, TX 77084  
Phone #: (281) 600-1000

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Sheri Cook-Johnstone  
3300 Bloor Street West  
West Tower Suite 500  
Toronto, Ontario M8X 2X2  
Phone #: (647) 288-8802

Director

Tim D'Apice  
399 Boylston Street  
6<sup>th</sup> Floor  
Boston, MA 02116  
Phone #: (617) 549-7388

Director

Mike Eversman  
350 Eagleview Blvd.  
Suite 200  
Exton, PA 19341  
Phone #: (610) 524-3500

Director

Alan Feldbaum  
415 Gilpin Road  
Penn Valley, PA 19072  
Phone #: (610) 659-9606

Director

Michael Herndon  
3200 Windy Hill Road SE  
Suite 1500W  
Atlanta, GA 30339  
Phone #: (678) 486-2700

Director

Debbie Lind  
1277 Treat Blvd.  
Suite 500  
Walnut Creek, CA 94597

Director

Phone #: (925) 482-3228

Sarah Masson  
6455 South Yosemite St.  
Suite 900  
Greenwood Village, CO 80111  
Phone #: (303) 741-5050

Director

David McArthur  
235 Park Avenue South  
4<sup>th</sup> Floor

Director

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New York, NY 20003  
Phone #: (212) 447-1900

Allie Miles  
5805 Blue Lagoon Drive  
Suite 350  
Miami, FL 33126  
Phone #: (305) 267-6667

Director

Elsie Palabrica  
Fidelity Plaza Tower Two  
11350 N. Meridian St.  
Suite 320  
Carmel, IN 46032  
Phone #: (317) 706-2000

Director

Paul Woodruff  
855 Springdale Drive  
Suite 110  
Exton, PA 19341  
Phone #: (484) 875-5802

Director

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COMMONWEALTH OF PENNSYLVANIA  
DEPARTMENT OF STATE

AUGUST 27, 2012

TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

I DO HEREBY CERTIFY THAT,

**THE ERM GROUP FOUNDATION, INC.**

is duly incorporated as a Pennsylvania Corporation under the laws of the Commonwealth of Pennsylvania and remains a subsisting corporation so far as the records of this office show, as of the date herein.

I DO FURTHER CERTIFY THAT, This Subsistence Certificate shall not imply that all fees, taxes, and penalties owed to the Commonwealth of Pennsylvania are paid.

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DIVISION OF CORPORATIONS  
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IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Seal of the Secretary's Office to be affixed, the day and year above written.

*Carol Aichele*

Secretary of the Commonwealth