F00000001598

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Environmental Science Associates, a California corporation
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

500003147985--5
-02/25/00--01085--001
*****78.75 *****78.75

Merrill J. Schwartz
(Name of Person)

Stark, Wells, Rahl, Schwartz & Schieffer
(Firm/Company)

W - 5409

1999 Harrison Street, Suite 1300
(Address)

Oakland, CA 94612
(City/State/Zip)

FILED
00 MAR 20 AM 12:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Should you need to call someone concerning this matter, please call:

Merrill J. Schwartz at (510) 273-8790
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

mh
3/23

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

FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

February 29, 2000

MERRILL J. SCHWARTZ
STARK WELLS, RAHL SCHWARTZ
1999 HARRISON STREET, STE 1300
OAKLAND, CA 94612

SUBJECT: ENVIRONMENTAL SCIENCE ASSOCIATES, A CALIFORNIA CORP.
Ref. Number: W00000005409

We have received your document for ENVIRONMENTAL SCIENCE ASSOCIATES, A CALIFORNIA CORP. and your check(s) totaling $78.75. However, the document has not been filed and is being retained in this office for the following:

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6097.

Michael Mays
Document Specialist

Letter Number: 700A00010914

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TALLAHASSEE, FLORIDA

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

RESOLUTION OF BOARD OF DIRECTORS
(Please print or type)

I, the undersigned David A. Holmkvist, do hereby certify
(Name)

that this Resolution of the Board of Directors of Environmental Science Associates
(Corporate Name)

a corporation duly organized and existing under the laws of the State of California,

was duly adopted on March 15, 20 00

Be it resolved, that Environmental Science Associates,
(Corporate Name)

organized and existing in the State of California, hereby adopts the name Environmental Science Associates, Inc., / a California corporation for use in Florida.

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00 MAR 20 AM 12: 00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dated: March 16, 2000

David Holmkvist
Signature of either Chairman, Vice Chairman or any officer

David A. Holmkvist, Secretary
Type or print Name

INHS19(1/00)

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. Environmental Science Associates, corporation
(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
(State or country under the law of which it is incorporated)

3. 94-1693350
(FEI number, if applicable)

4. 7/3/69
(Date of incorporation)

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

6. 2-1-00
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 225 Bush Street, Suite 1700
San Francisco, CA 94104
(Current mailing address)

8. See attached.
(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: Richard D. Alberts

Office Address: 2685 Ulmerton Road, Suite 102

Clearwater, Fl 33762, Florida, ____
(Zip code)

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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.

(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 addresses of officers and/or directors: (Street address **ONLY** - P.O. Box **NOT** acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: See attached

Address:

Vice Chairman:

Address:

Director:

Address:

Director:

Address:

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: Gary W. Oates

Address: 225 Bush Street, Suite 1700
San Francisco, CA 94104

Vice President: David A. Holmkvist

Address: 225 Bush Street, Suite 1700
San Francisco, CA 94104

Secretary: David A. Holmkvist

Address: 225 Bush Street, Suite 1700
San Francisco, CA 94104

Treasurer: David A. Holmkvist

Address: 225 Bush Street, Suite 1700
San Francisco, CA 94104

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TALLAHASSEE, FLORIDA

See attached for additional officers

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

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

14. David A. Holmkvist, Secretary
(Typed or printed name and capacity of person signing application)

8. PURPOSE OF CORPORATION AUTHORIZED IN HOME STATE OR COUNTRY TO BE CARRIED OUT IN STATE OF FLORIDA:

Research, development, engineering and analytical services associated with the interaction of natural and man-made environments with animate and inanimate objects and in all aspects of actual or possible environmental pollution including definition, assessment, amelioration and control; to instruct and advise as to the application of knowledge and information acquired in the pursuit of the above endeavors in business and commerce, education and other areas of science and knowledge; to provide all the above services in connection with origination or development of environmental pollution amelioration or control devices or methods and to engage in engineering, manufacturing and sales of such devices or methods.

The corporation may engage in any other business, whether related or unrelated to the foregoing, in which persons may lawfully engage and which is not prohibited to corporations.

The corporation shall exercise any and all rights and powers which a Corporation formed under the laws of the State of California may now or hereafter exercise.

The foregoing enumeration of specified powers is not intended and shall not be held to limit or restrict in any manner the general powers of the corporation.

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TALLAHASSEE, FLORIDA

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2/18/00

NAME AND ADDRESS OF OFFICERS AND DIRECTORS

12A. DIRECTORS

Chairman: Paul Zigman
225 Bush Street, Suite 1700
San Francisco, CA 94104

Director: Herbert B. Abell
225 Bush Street, Suite 1700
San Francisco, CA 94104

Director: Gary W. Oates
225 Bush Street, Suite 1700
San Francisco, CA 94104

Director: David A. Holmkvist
225 Bush Street, Suite 1700
San Francisco, CA 94104

Director: Debra Allee
225 Bush Street, Suite 1700
San Francisco, CA 94104

Director: Chuck Bennett
225 Bush Street, Suite 1700
San Francisco, CA 94104

Director: Carole Kay Lynn
225 Bush Street, Suite 1700
San Francisco, CA 94104

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2/18/00

12B. OFFICERS, continued

Additional Vice Presidents:

Richard D. Alberts
225 Bush Street, Suite 1700
San Francisco, CA 94104

Wendy Lockwood
225 Bush Street, Suite 1700
San Francisco, CA 94104

Leslie Moulton
225 Bush Street, Suite 1700
San Francisco, CA 94104

David J. Full
225 Bush Street, Suite 1700
San Francisco, CA 94104

Lisa A. Crossett
225 Bush Street, Suite 1700
San Francisco, CA 94104

Herbert E. Abell
225 Bush Street, Suite 1700
San Francisco, CA 94104

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

State of California

SECRETARY OF STATE

CERTIFICATE OF STATUS
DOMESTIC CORPORATION

I, BILL JONES, Secretary of State of the State of California, hereby certify:

That on the 3rd *day of* July *, 19* 69 *,*

ENVIRONMENTAL SCIENCE ASSOCIATES

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.

FILED
00 MAR 20 AM 12: 20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

February 17, 2000

Bill Jones

Secretary of State

SEC/STATE FORM CE-112 (REV. 9/95)

OSP 99 20988