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TRANSMITTAL LETTER

To: Qualification/Tax Lien Section  
Division of Corporations

SUBJECT: Carollo Engineers, A Professional 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:

Robert F. Barrett, General Counsel  
(Name of Person)  
Carollo Engineers, P.C.  
(Firm/Company)  
3100 S. Harbor Blvd., Ste. 200  
(Address)  
Santa Ana, CA 92704  
(City/State/Zip)

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\*\*\*\*\*70.00 \*\*\*\*\*70.00

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

Robert F. Barrett at ( 714 ) 540-4300  
(Name of Person) (Area Code & Daytime Telephone Number)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

mtw  
5/25

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 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. Carollo Engineers, A Professional 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. Arizona (State or country under the law of which it is incorporated)
3. 86-0899222 (FEI number, if applicable)

4. 12-12-97 (Date of incorporation)
5. Perpetual (Duration: Year corp. will cease to exist or "perpetual")

6. Upon Approval of this Application
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 3877 N. Seventh Street, Ste. 400
Phoenix, AZ 85014-5005
(Current mailing address)

8. Professional Engineering
(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: CT Corporation System
Office Address: 1200 So. Pine Island Road
Plantation Florida, 33324
(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.

CT Corporation System
[Signature]
(Registered agent's signature) D. F. Hickey, Assistant Secretary

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: G. William Knopf

Address: 2700 Ygnacio Valley Rd., Ste. 300

Walnut Creek, CA 94598

Vice Chairman: Gail P. Lynch

Address: 3100 S. Harbor Blvd., Ste. 200

Santa Ana, CA 92704

Director: Gary C. Deis

Address: 2700 Ygnacio Valley Rd., Ste. 300

Walnut Creek, CA 94598

Director: Stephen G. Hough

Address: 2700 Ygnacio Valley Rd., Ste. 300

Walnut Creek, CA 94598

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

President: G. William Knopf

Address: 2700 Ygnacio Valley Rd., Ste. 300

Walnut Creek, CA 94598

Vice President: Gail P. Lynch

Address: 3100 S. Harbor Blvd., Ste. 200

Santa Ana, CA 92704

Secretary: Gary C. Deis

Address: 2700 Ygnacio Valley Rd., Ste. 300

Walnut Creek, CA 94598

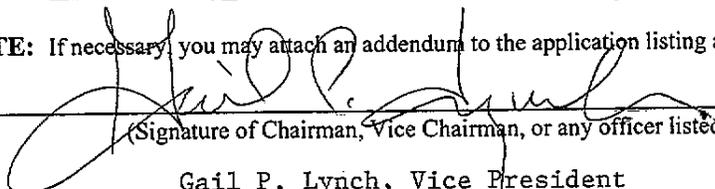
Treasurer: John S. Puzauskas, Jr.

Address: 3877 N. Seventh St., Ste. 300

Phoenix, AZ 85014-5005

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TALAMON, ELLIOTT/DONNA

**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. Gail P. Lynch, Vice President

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

# STATE OF ARIZONA



Office of the  
**CORPORATION COMMISSION**

*To all to whom these presents shall come, greeting:*

*I, Brian C. McNeil, Executive Secretary of the Arizona Corporation Commission, do hereby certify that*

**\*\*\*CAROLLO ENGINEERS, A PROFESSIONAL CORPORATION\*\*\***

*a domestic corporation organized under the laws of the state of Arizona, did incorporate on December 12, 1997.*

*I further certify that this corporation has filed all affidavits and annual reports and paid all filing fees required to date and, therefore, is in good standing in this state.*

*IN WITNESS WHEREOF, I have hereunto set my hand and affixed the official seal of the Arizona Corporation Commission. Done at Phoenix, the Capitol, this 9th day of May, 2000, A. D.*



*[Handwritten signature]*

Executive Secretary

BY: *Amg Castillo*