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ACCOUNT NO. : 072100000032

REFERENCE : 924984 4365966

AUTHORIZATION : *Patricia Pajot*

COST LIMIT : \$ 70.00

ORDER DATE : December 8, 2000

ORDER TIME : 10:24 AM

ORDER NO. : 924984-010

200003495062--4

CUSTOMER NO: 4365966

CUSTOMER: Heather Jagaczewski, Paralegal
Stevens & Lee
111 North Sixth Street
Po Box 679
Reading, PA 19601

FOREIGN FILINGS

NAME: CLR DESIGN, INC.

(4)

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Darlene Ward -- EXT# 1135

EXAMINER: _____

FILED
00 DEC 11 AM 10:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
00 DEC 11 AM 11:48
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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12/11

**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. CLR DESIGN, INC.
(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. PENNSYLVANIA 3. 23-2622204
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. NOVEMBER 16, 1988 5. PERPETUAL
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. "upon qualifications"
(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. 115 NORTH THIRD STREET, PHILADELPHIA, PA 19106
(Principal office address)

(Current mailing address)
8. Practice of Planning & Architecture
(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: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida 32301
(City) (Zip code)

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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

Monique R. Weanu, Asst. Secretary
(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: John S. Rodgers

Address: 718 Beacom Lane

Merion Station, PA 19066

Vice Chairman: _____

Address: _____

Director: Gary H. Lee

Address: 301 Race Street, Apt. 111

Philadelphia, PA 19106

Director: Jon C. Coe

Address: 789 Linton Hill Road

Newtown, PA 18940

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B. OFFICERS

President: John S. Rodgers

Address: 718 Beacom Lane

Merion Station, PA 19066

Vice President: Gary H. Lee

Address: 301 Race Street, Apt. 111

Philadelphia, PA 19106

Secretary: Jon C. Coe

Address: 789 Linton Hill Road, Newtown, PA 18940

Treasurer: Jon C. Coe

Address: 789 Linton Hill Road, Newtown, PA 18940

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

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

14. John S. Rodgers, President
(Typed or printed name and capacity of person signing application)

COMMONWEALTH OF PENNSYLVANIA

DEPARTMENT OF STATE

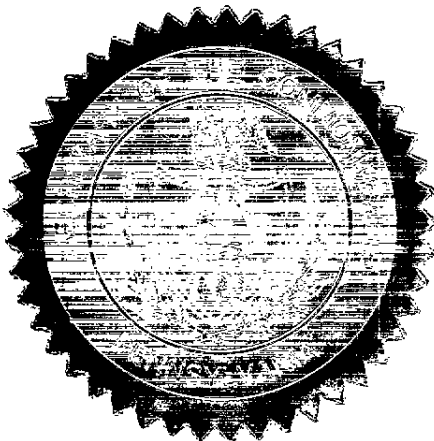
DECEMBER 08, 2000

TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

I DO HEREBY CERTIFY THAT,

CLR DESIGN, INC.

is duly incorporated 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.



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.

Kim Ditzinger

Secretary of the Commonwealth

DP05

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TALLAHASSEE, FLORIDA