

FO1000000393

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: CDI - Douglass - Pye, Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam:

900003562809--9
-01/22/01--01100--012
*****87.50 *****87.50

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:

Margaret Douglass
(Name of Person)
CDI - Douglass - Pye, Inc.
(Firm/Company)
4669 Southwest Freeway, # 800
(Address)
Houston TX 77027
(City/State and Zip code)

For further information concerning this matter, please call:

Margaret Douglass at (713) 783-5900
(Name of Person) (Area Code & Daytime Telephone Number)

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00 JAN 22 PM 10:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

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

mtw
1/23

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

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. CDI - Douglass - Pye, 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. Texas 3. 76-0554858

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

(FEI number, if applicable)

4. June 3, 1997 5. Perpetual

(Date of incorporation)

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

6. Upon Qualification

(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. 4669 Southwest Freeway #800, Houston TX 77027

(Principal office address)

Same

(Current mailing address)

8. Architectural Professional Service

(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: CAROLYN G. SMOOT

Office Address: 761 Island Way

CLEARWATER, Florida 33767
(City) (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.

Carolyn G. Smoot
(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: Margaret Douglass
Address: 4669 Southwest Freeway #800
Houston TX 77027

Vice Chairman:
Address:

Director: Margaret Douglass
Address: 4669 Southwest Freeway #800
Houston TX 77027

Director: Bill Pye
Address: 4669 Southwest Freeway #800
Houston TX 77027

B. OFFICERS

President: Margaret Douglass
Address: 4669 Southwest Freeway #800
Houston TX 77027

Vice President: Bill Pye
Address: 4669 Southwest Freeway #800
Houston TX 77027

Secretary: Bill Pye
Address: 4669 Southwest Freeway #800, Houston TX 77027

Treasurer: Margaret Douglass
Address: 4669 Southwest Freeway #800, Houston TX 77027

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

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

14. Margaret Douglass
(Typed or printed name and capacity of person signing application)



The State of Texas

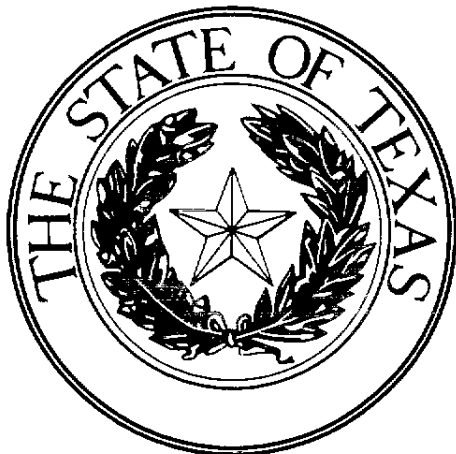
SECRETARY OF STATE

IT IS HEREBY CERTIFIED that
Articles of Incorporation of

CDI-DOUGLASS-PYE, INC.
File No. 1447993-0

were filed in this office and a certificate of incorporation was issued to this corporation,
and no certificate of dissolution is in effect and the corporation is currently in existence.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



*IN TESTIMONY WHEREOF, I have hereunto
signed my name officially and caused to be
impressed hereon the Seal of State at my office in
Austin, Texas on November 29, 2000.*


DLM

Elton Bomer
Secretary of State