

F01000005916 HARLEY ELLIS

6

November 7, 2001

26913 Northwestern Hwy.  
Suite 200  
Southfield, Michigan  
48034-3476 | USA

Florida Department of State  
Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

248.262.1500 (telephone)  
248.262.1515 (facsimile)  
www.harleyellis.com

ISO 9001 | Q1

Subject: Application by Foreign Corporation for Authorization to  
Transact Business in Florida  
HarleyEllis Corporation

HarleyEllis Family of Companies  
Spectrum Strategies  
HarleyEllis  
Ford & Earl Associates  
HarleyEllis Build

Gentlemen:

As of June 30, 2001, HarleyEllis Corporation absorbed Six Associates, Inc. of Asheville, North Carolina, through a Parent Subsidiary Merger. As you are aware, Six Associates, Inc. was formally registered as a Foreign Corporation in Florida. As a result of the subject merger, we allowed the Six Associates Corporation to become administratively dissolved or revoked effective September 21, 2001 (Certificate of Administrative Dissolution attached). Therefore, in order for HarleyEllis to now comply with your requirements for Foreign Corporation Status, submit the following documents:

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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- Application by Foreign Corporation for Authorization to Transact Business in Florida completely filled out with Attachment 'A' included;
- One original, sealed copy of State of Michigan Certificate of Good Standing - HarleyEllis Corporation dated October 8, 2001;
- Check in the amount of \$87.50 made payable to Florida Department of State to cover the application filing fee, Certificate of Status and Certified Copy.

Thank you for your attention to this matter. If you have any questions or require further information, please contact me directly at (248) 262-1514.

Sincerely,

Keith S. Bauman, AIA  
Principal  
Operations

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\*\*\*\*\*87.50 \*\*\*\*\*87.50

KSB:lmr

Enclosures

cc: CSC (Corporation Service Company)  
D. Campbell/M. Tarske  
J. Lydic  
M. Lynch  
J. Page  
N. Raab

Detroit

Asheville

Cincinnati

Los Angeles

**TRANSMITTAL LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** HarleyEllis 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:

Keith S. Bauman, AIA  
(Name of Person)

HarleyEllis  
(Firm/Company)

26913 Northwestern Hwy., Suite 200  
(Address)

Southfield, Michigan 48034-3476  
(City/State and Zip code)

For further information concerning this matter, please call:

Keith S. Bauman, AIA at ( 248 ) 262-1514  
(Name of Person) (Area Code & Daytime Telephone Number)

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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

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. HarleyEllis 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. Michigan 3. No. 38-264-5558
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. February 28, 1986 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. 26913 Northwestern Hwy., Suite 200, Southfield, MI 48034-3476
(Principal office address)

Same
(Current mailing address)

8. Planning, Architecture, Engineering and Interiors
(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 South Pine Island Road

Plantation, Florida 33324
(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.

Claudia L. Saari

(Registered agent's signature)

Claudia L. Saari
Asst. 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 business addresses of officers and/or directors:

A. DIRECTORS

Chairman: See Attachment A

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

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

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

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

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

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

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

B. OFFICERS

President: See Attachment A

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

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

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

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

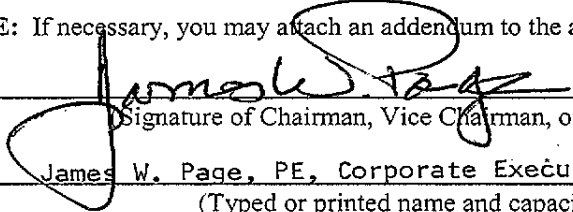
Address: \_\_\_\_\_

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

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

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TALLAHASSEE, FLORIDA

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. James W. Page, PE, Corporate Executive  
(Typed or printed name and capacity of person signing application)

Attachment A  
 State of Florida  
 Department of State  
 Attachment to Application for Authorization of Foreign Corporation to Transact Business in Florida

CURRENT OFFICERS AND DIRECTORS  
 SECRETARY OF STATE  
 ADDRESS: ALIASSSEE, FLORIDA

November 7, 2001  
 Florida Data

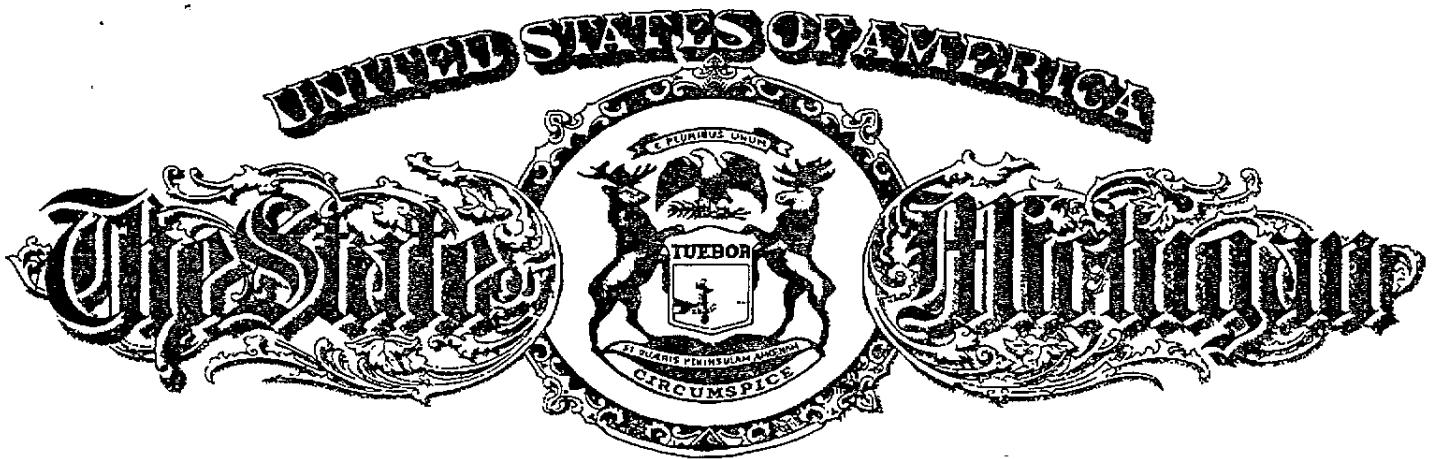
| <u>Name</u> | <u>Title</u> | <u>Address</u> | <u>Profession</u> |
|-------------|--------------|----------------|-------------------|
|-------------|--------------|----------------|-------------------|

OFFICERS:

|                  |                      |  |           |
|------------------|----------------------|--|-----------|
| Dennis M. King   | Corporate Chairman   | 26913 Northwestern Hwy.<br>Suite 200<br>Southfield, Michigan 48034 | Architect |
| James W. Page    | Corporate Executive  | " " " "  | Engineer  |
| John R. Lydic    | Corporate Finance    | " " " "  | CPA       |
| Donald K. Giroux | Corporate Operations | " " " "  | Architect |
| Gary L. Skog     | Corporate Marketing  | " " " "  | Architect |

DIRECTORS:

|                     |                      |         |           |
|---------------------|----------------------|---------|-----------|
| Dennis M. King      | Corporate Chairman   | " " " " | Architect |
| James W. Page       | Corporate Executive  | " " " " | Engineer  |
| John R. Lydic       | Corporate Finance    | " " " " | CPA       |
| Donald K. Giroux    | Corporate Operations | " " " " | Architect |
| Gary L. Skog        | Corporate Marketing  | " " " " | Architect |
| Douglas R. Campbell | Corporate Executive  | " " " " | Architect |
| Dale R. Clark       | Principal            | " " " " | Engineer  |
| Phillip H. Grantz   | Principal            | " " " " | Engineer  |
| Herbert P. Jensen   | Principal            | " " " " | Architect |
| Carolyn C. Palmer   | Principal            | " " " " | SPIHR     |
| Nicholas F. Raab    | Principal            | " " " " | Engineer  |
| Richard Torri       | Principal            | " " " " | Architect |



Michigan Department of Consumer and Industry Services

Lansing, Michigan

This is to Certify That

**HARLEYELLIS CORPORATION**

was validly incorporated on February 28, 1986, as a Michigan profit corporation, and said corporation is validly in existence under the laws of this state.

This certificate is issued to attest to the fact that the corporation is in good standing in Michigan as of this date and is duly authorized to transact business or conduct affairs in Michigan and for no other purpose.

This certificate is in due form, made by me as the proper officer, and is entitled to have full faith and credit given it in every court and office within the United States.

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TALLAHASSEE FLORIDA

In testimony whereof, I have hereunto set my hand, in the City of Lansing, this 8th day of October, 2001

*Andrew L. Metcalfe*, Director

Bureau of Commercial Services