

TRANSMITTAL LETTER

8-30-02

**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. MTF Engineering, 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. Oklahoma 3. 73-1562422
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 4-14-99 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. 2812 NW 57th St, Suite 104 Oklahoma City, OK 73112
(Principal office address)
- Same
(Current mailing address)

8. Provide mechanical/electrical/plumbing/consulting engineering services
(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: LexisNexis Document Solutions, Inc.

Office Address: 3953 W.W. Kelley Rd.

Tallahassee

(City)

Florida 32311

(Zip code)

FO1000003179

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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APPROVED
AND
FILED

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.

Mary J. Parola, Assistant 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: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Tom Fox

Address: 2812 NW 57th St. Suite 104
Oklahoma City, OK 73112

Director: Mark Tatarian

Address: 2812 NW 57th St. Suite 104
Oklahoma City, OK 73112

B. OFFICERS

President: Tom Fox

Address: 2812 NW 57th St. Suite 104
Oklahoma City, OK 73112

Vice President: Mark Tatarian

Address: 2812 NW 57th St. Suite 104
Oklahoma City, OK 73112

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. Mark D. Tatarian
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Mark D. Tatarian Executive VP
(Typed or printed name and capacity of person signing application)

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FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
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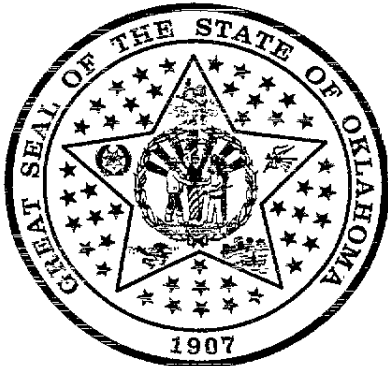
OFFICE OF THE SECRETARY OF STATE



CERTIFICATE OF GOOD STANDING
DOMESTIC CORPORATION

I THE UNDERSIGNED, Secretary of State of the State of Oklahoma, do hereby certify that I am, by the laws of said state, the custodian of the records of the state of Oklahoma relating to the right of certain business entities to transact business in this state and am the proper officer to execute this certificate.

I FURTHER CERTIFY that MTF ENGINEERING, INC. is a corporation duly organized and existing under and by virtue of the laws of the state of Oklahoma and is in good standing according to the records of this office. This certificate is not to be construed as an endorsement, recommendation or notice of approval of the entity's financial condition or business activities and practices. Such information is not available from this office.



IN TESTIMONY WHEREOF, I have hereunto set my hand and caused to be affixed the Great Seal of the State of Oklahoma at the City of Oklahoma City, this
20th day of August, 2002.

Maie Hunter

Secretary of State

By: *Pat Coats*
