

FO2000005313

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Gardner Engineering of New York, P.C.
(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:

Bobbie Vahl
(Name of Person)
Gardner Engineering of New York, P.C.
(Firm/Company)
1355 Willow Way, Suite 110
(Address)
Concord, CA 94520
(City/State/Zip)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AND
FILED

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

Bobbie Vahl at (925) 691-9524
(Name of Person) (Area Code & Daytime Telephone Number)

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

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.

W02-29433

JB
10-22-02



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

October 11, 2002

BOBBIE VAHL
GARDNER ENGINEERING OF NEW YORK, P.C.
1355 WILLOW WAY, STE. 110
CONCORD, CA 94520

SUBJECT: GARDNER ENGINEERING OF NEW YORK, P.C.
Ref. Number: W02000029433

We have received your document for GARDNER ENGINEERING OF NEW YORK, P.C. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The date first transacted business in Florida within the meaning of s. 607.1501 or 608.501, F.S., must be set forth in section 6 of the application. If the corporation/limited liability company has not yet transacted business in Florida within this meaning, please insert the words "upon qualification" in lieu of a date. (Note: Pursuant to s. 607.1502(4), F.S., this office collects a civil penalty of \$1000 for each year other than the application filing year, that a foreign corporation or limited liability company transacts business in this state without authority along with the past annual report/uniform business report fees due this office.)

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6025.

Trevor Brumbley
Document Specialist

Letter Number: 502A00056847

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AND
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**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. **Gardner Engineering of New York, P.C.**

(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. **New York**

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

3. **26-011780**

(FEI number, if applicable)

4. **August 6, 2001**

(Date of incorporation)

5. **Perpetual**

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

6. **N/A UPON QUALIFICATION**
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. **1120 Avenues of the Americas, 7th Floor**

New York, NY 10036

(Current mailing address)

8. **Systems design, development, integration and consulting for ITS systems**

(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: **C. T. Corporation**

Office Address: **1200 South Pine Island Road**

Plantation

Florida,

33324

(Zip Code)

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



Michael J. Smith, Special 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

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TALLAHASSEE, FLORIDA

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: Craig C. Gardner
Address: 1355 Willow Way, Suite 110
Concord, CA 94520
Director: Louis Neudorff
Address: 1120 Avenue of the Americas, 7th Floor
New York, NY 10036
Director: _____
Address: _____
Director: _____
Address: _____

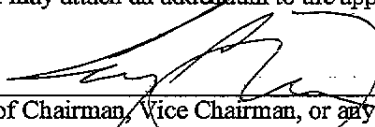
B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: Craig C. Gardner
Address: 1355 Willow Way, Suite 110
Concord, CA 94520
Vice President: Louis Neudorff
Address: 1120 Avenue of the Americas, 7th Floor
New York, NY 10036
Secretary: _____
Address: _____
Treasurer: _____
Address: _____

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TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

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. Craig C. Gardner, President/C.E.O.
(Typed or printed name and capacity of person signing application)

State of New York } ss:
Department of State

I hereby certify, that the Certificate of Incorporation of GARDNER ENGINEERING OF NEW YORK, P.C. was filed on 08/06/2001, with perpetual duration, and that a diligent examination has been made of the Corporate index for documents filed with this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.

*Witness my hand and the official seal
of the Department of State at the City
of Albany, this 12th day of September
two thousand and two.*



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