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FOREIGN PROFIT QUALIFICATION

SWA Group, Inc.

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| Certificate of Status | 0 |
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F05-1567
[Signature]

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1303, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. SWA Group, Inc.
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. California 3. _____
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. March 23, 1960 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. _____
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 2200 Bridgeway Blvd., Sausalito, CA 94965
(Principal office address)

2200 Bridgeway Blvd., Sausalito, CA 94965
(Current mailing address)

8. Landscape architecture, planning, urban design
(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 NOT acceptable)

Name: CT Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida 33324
(City) (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.

By: Naseem A. Conde
(Registered agent's signature)

NASEEM A. CONDE
SPECIAL 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: Kalvin Platt
Address: C/o 2200 Bridgeway Blvd.,
Sausalito, CA 94965
Director
~~Vice Chairman~~ P. M. Gilbert
Address: C/o 2200 Bridgeway Blvd.,
Sausalito, CA 94965
Director: Paul Shepherd
Address: C/o 2200 Bridgeway Blvd.,
Sausalito, CA 94965
Director: Sol Rabin
Address: C/o 2200 Bridgeway Blvd.,
Sausalito, CA 94965

B. OFFICERS

CEO: William Callaway
President: _____
Address: C/o 2200 Bridgeway Blvd.,
Sausalito, CA 94965
President: Kevin Shanley
Vice-President: _____
Address: C/o 2200 Bridgeway Blvd.,
Sausalito, CA 94965
Secretary: Kenneth Goodin
Address: C/o 2200 Bridgeway Blvd., Sausalito, CA 94965
Treasurer: Wendy Simon
Address: C/o 2200 Bridgeway Blvd., Sausalito, CA 94965

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

13. _____
(Signature of Director or Officer listed in number 12 of the application)

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

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: William CallawayAddress: C/o 2200 Bridgeway Blvd.,Sausalito, CA 94965Director: Kevin ShanleyAddress: C/o 2200 Bridgeway Blvd.,Sausalito, CA 94965**B. OFFICERS**CEO: Scott CooperAddress: C/o 2200 Bridgeway Blvd.,Sausalito, CA 94965Vice President: Roy ImmuraAddress: C/o 2200 Bridgeway Blvd.,Sausalito, CA 94965

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. [Signature]

(Signature of Director or Officer listed in number 12 of the application)

14. WILLIAM CALLAWAY CEO

(Typed or printed name and capacity of person signing application)

**State of California
Secretary of State**

**CERTIFICATE OF STATUS
DOMESTIC CORPORATION**

I, CATHY MITCHELL, Acting Secretary of State of the State of California, hereby certify:

That on the 23rd day of March, 1960, SWA GROUP became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

IN WITNESS WHEREOF, I execute this
certificate and affix the Great Seal
of the State of California this day
of March 10, 2005.



Cathy Mitchell
CATHY MITCHELL
Acting Secretary of State

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