

HONIGMAN

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Attorneys and Counselors

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Via FedEx

February 3, 2009

Florida Department of Revenue
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2009 FEB - 5 PM 1:16

Re: Walbridge Company

Dear Sir/Madam:

Enclosed for filing with your office you will find an Application by Foreign Corporation for Authorization to Transact Business in Florida, together with a good standing certificate from the State of Michigan and our firm check in the amount of \$70.00 representing \$35.00 for your filing fee and \$35.00 for designation of registered agent fee.

Upon filing, please return a filed stamped copy of the Application to me in the enclosed Federal Express return envelope.

Please call me if you have any questions concerning the enclosed. Thank you for your assistance in this matter.

Very truly yours,

HONIGMAN MILLER SCHWARTZ AND COHN LLP



Janis K. Kujan
Paralegal

Enclosure

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. WALBRIDGE COMPANY
(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. Michigan 3. 90-0434887
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 12/26/2008 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. 777 WOODWARD AVENUE, SUITE 300, DETROIT, MI 48226
(Principal office address)

same
(Current mailing address)

8. construction company
(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: C T 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.

C T Corporation System

By: Kelly Snedden
(Registered agent's signature) **Kelly Snedden**
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.

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12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: SEE ATTACHMENT

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: SEE ATTACHMENT

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

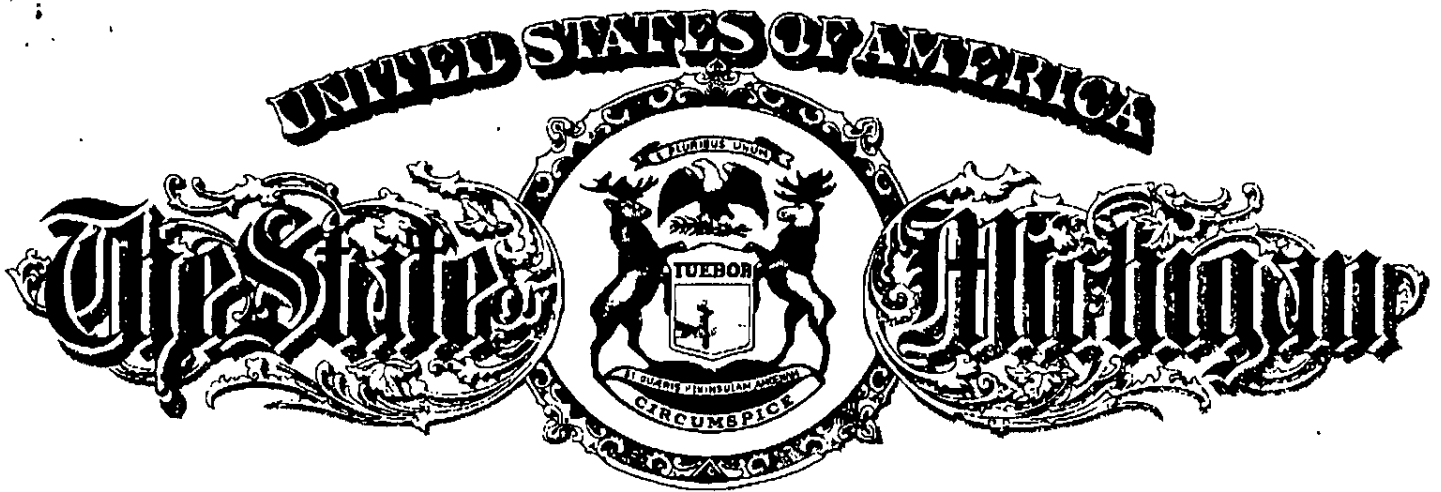
13. [Signature]
(Signature of Director or Officer listed in number 12 of the application)

14. Thomas Dyze, Secretary
(Typed or printed name and capacity of person signing application)

WALBRIDGE COMPANY
LIST OF
OFFICERS AND DIRECTORS

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
John Rakolta, Jr.	Director, Chairman and CEO	777 Woodward Avenue Suite 300 Detroit, MI 48226
Richard J. Haller	Director, President and COO	777 Woodward Avenue Suite 300 Detroit, MI 48226
Vincent J. DeAngelis	Director, Senior Vice President, Treasurer and CFO	777 Woodward Avenue Suite 300 Detroit, MI 48226
Michael R. Haller	Director and Executive Vice President	777 Woodward Avenue Suite 300 Detroit, MI 48226
Ronald L. Hausmann	Director and Executive Vice President	777 Woodward Avenue Suite 300 Detroit, MI 48226
Thomas Dyze	Secretary	777 Woodward Avenue Suite 300 Detroit, MI 48226

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Department of Energy, Labor & Economic Growth

Lansing, Michigan

This is to Certify That

WALBRIDGE COMPANY

was validly incorporated on December 26, 2008, as a Michigan profit corporation, and said corporation is validly in existence under the laws of this state.

This certificate is issued pursuant to the provisions of 1972 PA 284, as amended, 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 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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In testimony whereof, I have hereunto set my hand, in the City of Lansing, this 16th day of January, 2009.

 , Director

Bureau of Commercial Services