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(Requestor's Name)									
(Address)									
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(Address)									
(City/State/Zip/Phone #)									
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PICK-UP WAIT MAIL									
(Business Entity Name)									
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Certified Copies Certificates of Status									
Special Instructions to Filing Officer:									
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Office Use Only



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SECRETARY OF STATE :

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#### **COVER LETTER**

TO:	New Filing Sec Division of Cor						
SUBJ	ECT: PKF Con	sulting, Inc.					
20-0			orporation	- must include suffix			
Dear S	ir or Madam:						
"Certi	ficate of Existence		Good Stand	Authorization to Transa ling" and check are sub s in Florida.			
Please	return all corresp	ondence concerning t	his matter	to the following:			
Alison	Cook						
			Name of P	erson			
Ferrar	ite and Associate	s					
	· · · · · · · · · · · · · · · · · · ·		Firm/Comp	pany			
126 Pr	ospect St.						
			Addres	ss			
Camb	ridge, MA 02139						
		Ci	ity/State an	d Zip code			
akc@f	erranteandassoci						
		E-mail address: (to	be used for	or future annual report	notification)		
For fu	ther information	concerning this matte	r, please ca	ill:		2010 OCT -	# BACT
Alison	Cook	at (	617	չ 868-5000	_	ASA TAS	ಕ ಬಾ
	Name of Person			ode & Daytime Teleph	one Number	6 PM	7 3
	STREET/COU New Filing Sect Division of Cor Clifton Building 2661 Executive Tallahassee, FL	porations S Center Circle		MAILING A New Filing So Division of C P.O. Box 632 Tallahassee, F	ection orporations 7	2: 53	in a second
Enclos	ed is a check for	the following amount	:				
<b>- \$</b> 70	0.00 Filing Fee	□ \$78.75 Filing Fe Certificate of St		\$78.75 Filing Fee & Certified Copy	Certifi	Filing Fee, cate of Status & ed Copy	ኒ

### 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.	PKF Consultin	PKF Consulting, Inc.									
	(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp," "Inc," "Co," or "Corp.")										
	(If name unavail	able in Florida, enter alternate corporate nan	ne	adopted for the purpose of transacting business in Flo	rida)						
2.	Delaware	3	3.								
	(State or country	under the law of which it is incorporated)		(FEI number, if applicable)							
4.	01/02/1992		5.	perpetual							
	(Date	e of incorporation)	- •	(Duration: Year corp. will cease to exist or "perpetu	al")						
6.	upon registrati	on									
				Florida, if prior to registration)							
		(SEE SECTIONS 607.1501 & 607.	.13	02, F.S., to determine penalty liability)							
7.	50 Californ	ia Street, 19th Floor; San Fra		······							
		(Principal office ac		•							
	50 Californ	ia Street, 19th Floor; San Fra									
(Current mailing address)											
				ZOIO OC	akty i man						
8.	real estate and	hospitality management consultants			g g						
	(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)										
9.	Name and stree	et address of Florida registered agent: (P	.O	. Box NOT acceptable)	1 1						
	Name:	Corporation Service Company		1.020 5.	المرابعة ال						
O	ffice Address:	1201 Hays Street		<del></del>							
		Tallahassee		, Florida <u>32301</u>							
		(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.

Corporation Service Company

By: Bamela L Singer on

(Registered agent's signature)

Pamela L. Simpson, Asst. Vice President

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.

A. DIRECTORS Chairman: See Attached. Address: \_\_\_\_\_ Vice Chairman: Address: Address: \_\_\_ Director: \_\_ Address: \_\_\_ **B. OFFICERS** President: See Attached. Address: Vice President: Address: Secretary: \_ Treasurer: Address: NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors. (Signature of Director or Officer listed in number 12 of the application) 14. Thomas E. Callahan, Co-President and Chairman

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

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

#### PKF Consulting, Inc. **Officers and Directors**

#### Officers:

Thomas E. Callahan, Chairman, Co-President, and Co-Chief Executive Officer 50 California Street, 19th Floor San Francisco, CA 94111

David E. Arnold, Co-President and Co-Chief Executive Officer 8 Penn Center Plaza, 19th Floor Philadelphia, PA 19103

Amyn S. Bhayani, Secretary 200 Granville Street, 19th Floor Vancouver, BC V6C 2R6 Canada

Suzanne Bedford, Treasurer 200 Granville Street, 19th Floor Vancouver, BC V6C 2R6 Canada

#### Directors:

David E. Arnold 8 Penn Center Plaza, 19th Floor Philadelphia, PA 19103

Dylan E. Taylor 47 Amaranth Drive Denver, CO 80127

Daniel L. Spiegel 2 North LaSalle Street, Suite 800 Chicago, IL 60602

Craig A. Robbins 865 Figueroa Street, Suite 3500 Los Angeles, CA 90017

Thomas E. Callahan 50 California Street, 19<sup>th</sup> Floor San Francisco, CA 94111

# Delaware

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### The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF

DELAWARE, DO HEREBY CERTIFY "PKF CONSULTING, INC." IS DULY

INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN

GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE

RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-SEVENTH DAY OF

AUGUST, A.D. 2010.

2010 OCT -6 PM 2:53

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You may verify this certificate online at corp.delaware.gov/authver.shtml

Jeffrey W. Bullock, Secretary of State

AUTHENTY CATION: 8198640

DATE: 08-27-10