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(Requestor's Name)

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(Address)

(City/State/Zip/Phone #)

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August 1, 2013

INNOVATION
INTEGRITY
EXPERIENCE

Via FedEx Overnight

Division of Corporations
Florida Secretary of State
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

**RE: Registration of Foreign Corporation – Swinerton Builders, A California Corporation
Registration of Fictitious Business Name – Swinerton Builders**

To Whom It May Concern:

Enclosed please the following documents in regard to registering a California foreign corporation:

- Application by Foreign Corporation for Authorization to Transact Business in Florida for "Swinerton Builders, A California Corporation";
- California Secretary of State – Certificate of Status;
- Check in the amount of \$78.75 as filing fee for Application by Foreign Corporation;
- Application for Registration of Fictitious Name for "Swinerton Builders"; and
- Check in the amount of \$50.00 as filing fee for Application for Registration of Fictitious Name.

It is requested that you please file the above Applications and return a file-endorsed copy of each to my attention in the self-addressed stamped envelope provided for your convenience. It is further requested that you please insert the Florida Document Number on the Application for Registration of Fictitious Name.

If you have any questions or require any further documentation, please feel free to contact me at (415) 984-1286. Thank you.

Sincerely,

SWINERTON INCORPORATED

Marissa Y. Otellini
Legal Secretary

Enclosures

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Swinerton Builders, Corporation
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," or "Certificate of Good Standing" 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:

Marissa Otellini

Name of Person

Swinerton Incorporated

Firm/Company

260 Townsend Street, 5th Floor-Legal

Address

San Francisco, CA 94107

City/State and Zip code

motellini@swinerton.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Marissa Otellini at (415) 984-1286
Name of Person Area Code & Daytime Telephone Number

STREET/COURIER ADDRESS:

New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

New Filing 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

**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. Swinerton Builders, Corporation
(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. 94-1499330
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 05/22/1908 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. 260 Townsend Street, San Francisco, CA 94107
(Principal office address)
- 260 Townsend Street, 5th Floor-Legal, San Francisco, CA 94107
(Current mailing address)
8. Construction.
(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.

By: Cardell Rankin Cardell Rankin
(Registered agent's signature) Assistant 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: Please see attached Addendum of Directors/Officers.

Address:

Vice Chairman:

Address:

Director:

Address:

Director:

Address:

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TALLAHASSEE, FLORIDA

B. OFFICERS

President: Please see attached Addendum of Directors/Officers.

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 of Director or Officer

The officer or director signing this document (and who is listed in number 12 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

14. Linda G. Schowalter, Sr. Vice President, Chief Financial Officer, Secretary

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

Swinerton Builders, . . . Corporation
Addendum – Directors and Officers
As of July 24, 2013

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TALLAHASSEE, FLORIDA

DIRECTORS		
Jeffrey C. Hoopes	Chairman	260 Townsend Street, San Francisco, CA 94107
Donald D. Adair		16798 West Bernardo Drive, San Diego, CA 92127
Christopher J. Day		16798 West Bernardo Drive, San Diego, CA 92127
George S. Ehara		1003 Bishop St., 1340 Pauahi Tower, Honolulu, HI 96813
Frank Foellmer		260 Townsend Street, San Francisco, CA 94107
Eric M. Foster		260 Townsend Street, San Francisco, CA 94107
Jeffrey S. Gee		260 Townsend Street, San Francisco, CA 94107
David M. Higgins, Jr.		15 Business Park Way, Suite 103, Sacramento, CA 95828
Andrew C. Holden		260 Townsend Street, San Francisco, CA 94107
Gary J. Rafferty		260 Townsend Street, San Francisco, CA 94107
Brenda A. Reimche		260 Townsend Street, San Francisco, CA 94107
David K. White		6890 West 52nd Avenue, Suite 100, Arvada, CO 80002

OFFICERS		
Jeffrey C. Hoopes	Chairman	260 Townsend Street, San Francisco, CA 94107
Gary J. Rafferty	President & COO	260 Townsend Street, San Francisco, CA 94107
Frank Foellmer	Executive Vice President	260 Townsend Street, San Francisco, CA 94107
Eric M. Foster	Exec. Vice President	260 Townsend Street, San Francisco, CA 94107
Michael Re	Executive Vice President	260 Townsend Street, San Francisco, CA 94107
Linda G. Schowalter	Sr. Vice Pres/CFO/Sec'y	260 Townsend Street, San Francisco, CA 94107
Donald D. Adair	Sr. Vice President	16798 West Bernardo Drive, San Diego, CA 92127
David M. Higgins, Jr.	Sr. Vice President	15 Business Park Way, Suite 103, Sacramento, CA 95828
Andrew C. Holden	Sr. Vice President	260 Townsend Street, San Francisco, CA 94107
Kerry M. Atkinson	Vice President	2300 Clayton Road, Suite 800, Concord, CA 94520
David C. Callis	Vice President	17731 Mitchell North, Suite 200, Irvine, CA 92614
Scott V. Conrad	Vice President	6890 West 52nd Avenue, Suite 100, Arvada, CO 80002
Christopher J. Day	Vice President	16798 West Bernardo Drive, San Diego, CA 92127
George S. Ehara	Vice President	1003 Bishop St., 1340 Pauahi Tower, Honolulu, HI 96813
Jeffrey S. Gee	Vice President	260 Townsend Street, San Francisco, CA 94107
Kimberly D. Grant	Vice President	865 S. Figueroa St., Suite 3000, Los Angeles, CA 90017
David B. Green	Vice President	260 Townsend Street, San Francisco, CA 94107
Ray A. Haj	Vice President	6890 West 52nd Avenue, Suite 100, Arvada, CO 80002
Curtis F. Johnson	Vice President	15 Business Park Way, Suite 103, Sacramento, CA 95828
Steven L. Johnson	Vice President	260 Townsend Street, San Francisco, CA 94107
Gerald E. Mejia	Vice President	17731 Mitchell North, Suite 200, Irvine, CA 92614
SheriAnn Murphy	Vice Pres/Asst. Sec'y	260 Townsend Street, San Francisco, CA 94107
Mark E. Payne	Vice President	16798 West Bernardo Drive, San Diego, CA 92127
Kelly W. Smith	Vice President	2880 Lakeside Drive, Suite 300, Santa Clara, CA 95054
David K. White	Vice President	6890 West 52nd Avenue, Suite 100, Arvada, CO 80002
George A. Williamson	Vice President	260 Townsend Street, San Francisco, CA 94107
Robert J. Wilson	Vice President	16798 West Bernardo Drive, San Diego, CA 92127
Alan G. Wolf	Vice President	15 Business Park Way, Suite 103, Sacramento, CA 95828
Leonard J. Bischel	Asst. Secretary	2300 Clayton Road, Suite 800, Concord, CA 94520
Randall D. Brinkhoff	Asst. Secretary	16798 West Bernardo Drive, San Diego, CA 92127
Mark S. Catel	Asst. Secretary	17731 Mitchell North, Suite 200, Irvine, CA 92614
Keith T. Schnell	Asst. Secretary	805 Las Cimas Parkway, Suite 130, Austin, TX 78746
Lisa M. Telles	Asst. Secretary	260 Townsend Street, San Francisco, CA 94107

State of California
Secretary of State

CERTIFICATE OF STATUS

ENTITY NAME:

SWINERTON BUILDERS

FILE NUMBER: C0053868
FORMATION DATE: 05/22/1908
TYPE: DOMESTIC CORPORATION
JURISDICTION: CALIFORNIA
STATUS: ACTIVE (GOOD STANDING)

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TALLAHASSEE, FLORIDA

I, DEBRA BOWEN, Secretary of State of the State of California,
hereby certify:

The records of this office indicate the entity is authorized to
exercise all of its powers, rights and privileges in the State of
California.

No information is available from this office regarding the financial
condition, business activities or practices of the entity.



IN WITNESS WHEREOF, I execute this certificate
and affix the Great Seal of the State of
California this day of July 27, 2013.

Debra Bowen

DEBRA BOWEN
Secretary of State