

Statement Number Only
F95000004553

CT CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

Lee Hecht Harrison, Inc.

400001588754

-09/13/95--01101--007

*****70.00 *****70.00

☒ Profit
☐ NonProfit

☐ Amendment

☐ Merger

☒ Foreign

☐ Dissolution/Withdrawal

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Reservation

☐ Change of R.A.

☐ Fic. Name

☐ Certified Copy

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☐ CUS

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9-19
3pm

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79/19

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION 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. LEE HECHT HARRISON, INC.

(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. 1328075707

(FEI number, if applicable)

4. April 2, 1975

(Date of incorporation)

5. Perpetual

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

6. August 31, 1995

(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.156, F.S.))

7. 200 PARK AVENUE, SUITE 4422, NEW YORK, New York 10166

(Current mailing address)

8. SEE ATTACHED CERTIFICATE OF INCORPORATION

(Purpose(s) of corporation authorized in home state or country to be carried out in the state of
Florida)

9. Name and street address of Florida registered agent:

Name: C T Corporation System

Office Address: C/O C T Corporation System, 1200 South Pine
Island Road

Plantation, Florida, 33324

(Zip Code)

10. Registered agent 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 obligation of my position as registered agent.

C T Corporation System

George C. Romero

(Registered agent's signature) (Officer)

George C. Romero

Assistant Secretary

(Type Name and Title of Officer)

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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 addresses of officers and/or directors:

A. DIRECTORS

Chairman: See attached list of directors

Address: _____

Vice Chairman: See attached list of directors

Address: _____

Director: See attached list of directors

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See attached list of officers

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

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Treasurer: _____

Address: _____

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

13. _____

Doreen L. Penfield
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. DOREEN PENFIELD, Secretary

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

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LEE HECHT HARRISON, INC.
(NEW YORK)

CORPORATION DIRECTORS AND OFFICERS

<u>NAME</u>	<u>TITLE</u>	<u>BUSINESS ADDRESS</u>	<u>SSN #</u>
John P. Bovermer	Director	100 Redwood Shores Parkway Redwood City, CA 94065	621-60-4611
Peter A. Pfister	Chief Financial Officer/Treasurer/ Director	100 Redwood Shores Parkway Redwood City, CA 94065	067-40-4678
Stephen G. Harrison	President/Director	200 Park Avenue New York, NY 10166	042-32-3752
Douglas H. Marr	Chief Operating Officer	200 Park Avenue New York, NY 10166	298-30-9551
Penelope J. Shaw	Executive Vice President	100 S. Wacker Dr. #1900 Chicago, IL 60606	293-48-5914
Peter E. Alcide	Senior Vice President-Finance	50 Tice Blvd. Woodcliff Lake NJ 07675	110-54-6214
Doreen R. Penfield	Secretary	100 Redwood Shores Parkway Redwood City, CA 94065	171-40-4823
Mark R. Eaton	Assistant Treasurer	100 Redwood Shores Parkway Redwood City, CA 94065	464-73-0254

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CERTIFICATE OF INCORPORATION

OF

ORGANIZATION DEVELOPMENT SERVICES, INCORPORATED

Under Section 402 of the Business Corporation Law.

The undersigned, for the purpose of forming a corporation pursuant to Section 402 of the Business Corporation Law of the State of New York, does hereby certify and set forth:

FIRST: The name of the corporation is **ORGANIZATION DEVELOPMENT SERVICES, INCORPORATED**

SECOND: The purposes, for which the corporation is formed, are:

(1) To act as public relations and research counsellors and promotion, merchandising and industrial counsellors and business consultants, and in connection therewith to render management, negotiation, research, technical and advisory services to persons, firms, corporations and others in connection with their relations with associates, stockholders, governmental officials and agencies, and the general public and any person or special group.

(2) To serve in an advisory, managerial and consultative capacity to corporations, associations, firms and individuals, and to establish and maintain bureaus, departments and laboratories for industrial, financial, statistical, inventory, market and other research work, and to engage generally in the business of providing, promoting and establishing systems, methods and controls for industrial and managerial efficiency and operations.

(3) To investigate systems, methods and controls of manufacturing, plant operations, packing, storing, shipping, marketing, inventories, accounting and other integral

operations to any type of business and to make recommendations, revise, adapt, modernize and establish economies to effect industrial and managerial and marketing efficiency and in connection therewith to take over the entire operation and business of any type of industry or other forms of endeavor and to do all such things and to perform all such services as may be necessary to carry out the foregoing purposes.

(4) To devise, develop, create, inaugurate and contract for the establishment, installation and sale and rental of systems, methods and controls for efficient operation and management of industrial manufacturing, mercantile, commercial or other business concerns, firms, partnerships, associations and corporations and to provide, make available and furnish maintenance and supervision, and to inform individuals in the operation, installation and maintenance of such systems, methods and controls.

(5) To acquire by purchase, subscription, underwriting or otherwise, and to own, hold for investment, or otherwise, and to use, sell, assign, transfer, mortgage, pledge, exchange, or otherwise dispose of real and personal property of every sort and description and wheresoever situated, including shares of stock, bonds, debentures, notes, scrip, securities, evidences of indebtedness, contracts or obligations of any corporation or association, whether domestic or foreign, or of any firm or individual or of the United States or any state, territory or dependency of the United States or any foreign country, or any municipality or local authority within or without the United States, and also to issue in exchange therefor, stocks, bonds or other securities or evidences of indebtedness of this corporation, and, while the owner or holder of any such property, to receive, collect and dispose of the interest, dividends and income on or from such property and to possess and exercise in respect thereto all of the rights, powers and privileges of ownership, including all voting powers thereon.

(6) To construct, build, purchase, lease or otherwise acquire, equip, hold, own, improve, develop, manage, maintain, control, operate, lease, mortgage, create liens upon, sell, convey or otherwise dispose of and turn to account, any and all plants, machinery, works, implements and things or property, real and personal, of

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95 SEP 19 PM 3:45

every kind and description, incidental to, connected with, or suitable, necessary or convenient for any of the purposes enumerated herein, including all or any part or parts of the properties, assets, business and good will of any persons, firms, associations or corporations.

(7) The powers, rights and privileges provided in this certificate are not to be deemed to be in limitation of similar, other or additional powers, rights and privileges granted or permitted to a corporation by the Business Corporation Law, it being intended that this corporation shall have all the rights, powers and privileges granted or permitted to a corporation by such statute.

THIRD: The office of the corporation is to be located in the Town of Mamaroneck, County of Westchester, State of New York.

FOURTH: The aggregate number of shares which the corporation shall have the authority to issue is Two hundred (200), all of which shall be without par value.

FIFTH: The Secretary of State is designated as agent of the corporation upon whom process against it may be served. The post office address to which the Secretary of State shall mail a copy of any process against the corporation served upon him is:

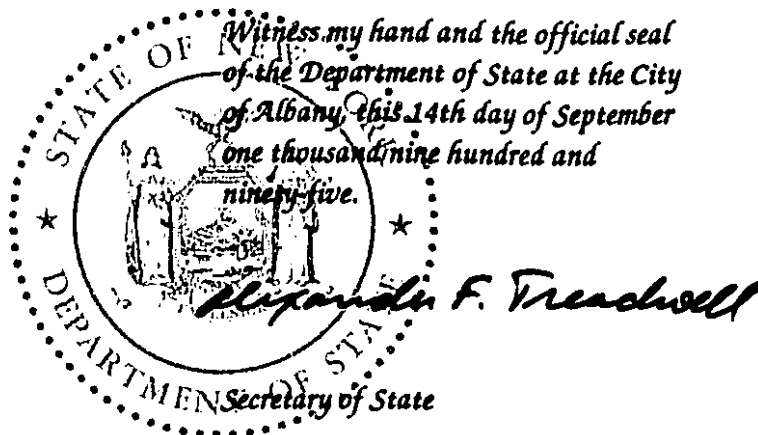
11 Maple Hill Drive
Larchmont, New York

The undersigned incorporator is of the age of twenty one years or over.

State of New York | **ss:**
Department of State

I hereby certify, that the certificate of incorporation of LEE HECHT HARRISON, INC. was filed on 04/02/1975, under the name of ORGANIZATION DEVELOPMENT SERVICES, INCORPORATED, with perpetual duration, and that I have made a diligent examination of the index of corporation papers filed in this Department for a certificate, order, or record of a dissolution, and upon such examination, I find no such certificate, order or record, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.

A Certificate of Amendment ORGANIZATION DEVELOPMENT SERVICES, INCORPORATED, changing name to LEE HECHT HARRISON, INC., was filed 09/30/1986.



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