

CT CORPORATION

F95000005413

October 30, 1995

Secretary of State
Corporate Records Bureau
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

SECRETARY OF STATE
-11/03/95--011066--001
*****70.00 *****70.00

Re: HOWARD NEEDLES TAMMEN & BERGENDOFF INC.
(DE DOM)
Order #: 394934

Dear Sir/Madam:

We enclose for filing on behalf of this corporation the documents identified below:

QUALIFICATION/CONSENT TO USE OF NAME

Check in payment of the required fees is attached.
Please forward the usual evidence of filing to this office by regular mail.

Should you need anything further, please contact the undersigned at our toll free number 1-800-325-2671.

Very truly yours,

Kathleen M. Odum
Kathleen M. Odum
Customer Specialist

KMO/ms

Enclosure(s)

11/3


95 OCT -3 PM 2:55

CONSENT TO USE OF NAME

Howard Needles Tammen & Bergendoff, Architects & Engineers, Inc., a corporation organized under the laws of the State of Florida, having an effective registered name, hereby consents to the organization-qualification of Howard Needles Tammen & Bergendoff, Inc. in the State of Florida.

IN WITNESS WHEREOF, the said Howard Needles Tammen & Bergendoff, Architects & Engineers, Inc. has caused this consent to be executed by its President and attested under its corporate seal by its secretary, this 23rd day of October, 1995.

Howard Needles Tammen & Bergendoff,
Architects & Engineers, Inc.


Richard L. Farnan, President

Attest:


Michael E. Schuering, Secretary

65 NOV -3 PM 2:55
SECRETARY OF STATE
FLORIDA

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE
STATE OF FLORIDA:

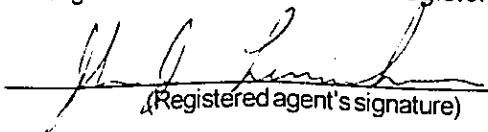
1. HOWARD, NEEDLES TAMMEN & BERGENDOFF, INC.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Delaware
(State or country under the law of which it is incorporated)
3. 43-1694597
(FEI number, if applicable)
4. November 1, 1994
(Date of Incorporation)
5. perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. pending approval of application
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)
7. c/o HNTB Corporation 1201 Walnut, Suite 700
Kansas City, Missouri 64106
(Current mailing address)
8. to engage in any lawful activity for which corporation may be qualified
(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: CT CORPORATION SYSTEM

Office Address: 1200 South Pine Island Road
plantation, Florida 33324
(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.


(Registered agent's signature)

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: (Street address **ONLY** - P.O. Box **NOT** acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: PLEASE SEE ATTACHED

Address:

Vice Chairman:

Address:

Director:

Address:

Director:

Address:

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: PLEASE SEE ATTACHED

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.

Michael E. Schuering

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

14.

Michael E. Schuering, Corporate Secretary

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

HOWARD NEEDLES TAMMEN & BERGENDOFF, INC

DELAWARE DOMESTIC

LIST OF OFFICERS AND DIRECTORS

Robert S. Coma
PRESIDENT/DIRECTOR
1215 N.W. 43rd Terrace
Kansas City, MO 64116

Cherlyn A. Land
ASSISTANT TREASURER
6841 Alden
Shawnee, KS 66216

Gordon H. Slaney, Jr.
EX. VICE PRESIDENT/
DIRECTOR
25 Barnyard Lane
North Arlington, MA 02351

Donald A. Dupies
DIRECTOR
2085 Derrin Lane
Brookfield, WI 53045

Michael E. Schuering
SECRETARY/TREASURER
1844 N. Waterfield Lane
Blue Springs, MO 64014

Hugh E. Schall
DIRECTOR
17766 N.E. 90th St., Apt. 0173
Redmond, WA 98052

James R. Anderson, Jr.
ASSISTANT SECRETARY
13803 Goodman Street
Overland Park, KS 66223

Harvey K. Hammond, Jr.
DIRECTOR
1386 Hacienda Lane
Cedarburg, WI 53012

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HOWARD NEEDLES TAMMEN & BERGENDOFF, 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 TWENTIETH DAY OF OCTOBER, A.D. 1995.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

RECEIVED
OCT 20 1995
PM 2:55



Edward J. Freel
Edward J. Freel, Secretary of State

2448944 8300

950241833

A. HENDERSON

7681784

10-20-95

CT CORPORATION SYSTEM

F9500005413

906 Olive Street
St. Louis, MO 63101
Tel. 314 231 8380
Fax 314 231 9692

March 27, 1997

Secretary of State
Corporate Records Bureau
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

FILED
97 MAR 31 AM 10:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: HOWARD NEEDLES TAMMEN & BERGENDOFF, INC. (DE
Order #: 801284

Counsel: HNTB Corporation
Att: John Watson
P.O. Box 412197
Kansas City, MO 64141

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-03/31/97--01132--009
*****35.00 *****35.00

Gentlemen:

As requested by counsel, we enclose for filing
CERTIFICATE OF WITHDRAWAL on behalf of this corporation,
together with funds in payment of the required fees.
This document should be filed upon receipt.

Evidence of the filing should be returned to this office.

If you have any questions or if for any reason the filing
cannot be effected promptly, please notify this office of
the details by calling our toll-free number: 800-325-
2671.

Very truly yours,

Kathleen M. Odum
Kathleen M. Odum
Customer Specialist

kmo

Enclosure(s)

Special Instructions: PLEASE RETURN EVIDENCE IN THE
ENCLOSED ENVELOPE.

Wither
4/13

**APPLICATION BY FOREIGN CORPORATION FOR WITHDRAWAL OF AUTHORITY
TO TRANSACT BUSINESS OR CONDUCT AFFAIRS IN FLORIDA**

HOWARD NEEDLES TAMMEN & BERGENDOFF, INC.

(Name of Corporation)

Delaware

(Incorporated Under Laws Of)

This corporation is no longer transacting business or conducting affairs within the State of Florida and hereby voluntarily surrenders its authority to transact business or conduct affairs in Florida.

This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.

The following is a current mailing address to which the Department of State may mail a copy of any process against this corporation that may be served on the Department.

1201 Walnut St., Ste. 700

(Mailing Address)

Kansas City, Missouri 64106

(City - State - Zip)

The corporation agrees to notify the Department of State in the future of any change in its mailing address.


Signature

3/14/97
Date

Michael E. Schuering

Typed or printed name

Secretary

Title