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CT CORPORATION SYSTEM

660 EAST JEFFERSON STREET

Requestor's Name

TALLAHASSEE, FL 32301

Address

222-1092

City State Zip Phone

400001890784
-07/11/96--01030--021
*****70.00 *****70.00

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CORPORATION(S) NAME

The LZA Group, Inc. d/b/a
LZA Technology
Thornton - Tom

LR
7/10

(X) Profit
() NonProfit
( ) Limited Liability Co.
(X) Foreign

() Amendment
() Dissolution/Withdrawal

() Merger
() Mark

() Limited Partnership
() Reinstatement

() Annual Report
() Reservation

() Other
() Change of R.A.
( ) Fictitious Name Filing

() Certified Copy
() Photo Copies
() CUS

() Call When Ready
(●) Walk In
() Mail Out

() Call if Problem
() Will Wait

() After 4:30
(●) Pick Up

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W.P. Verifier	

7-10-96

File 1st

CR2E031 (1-89)

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. The LZA Group, 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. 13-1251070
(FEI number, if applicable)

4. May 10, 1933
(Date of Incorporation)

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

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

7. 641 Avenue of the Americas
New York, NY 10011
(Current mailing address)

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8. Engineering
(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 obligations of my position as registered agent.

C T CORPORATION SYSTEM

Ann Marie Cummins
(Registered agent's signature) (Officer)

ANN MARIE CUMMINS
ASSISTANT SECRETARY
(Type Name and Title of Officer)

(FLA. - 2189 - 11/16/94)

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: Charles H. Thornton

Address: 641 Avenue of the Americas - 7th Floor

New York, NY 10011

Vice Chairman:

Address:

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Director: Richard L. Tomasetti

Address: 641 Avenue of the Americas - 7th Floor

New York, NY 10011

Director: Peter DeGaetano

Address: 488 Madison Avenue

New York, NY 10022

B. OFFICERS

President: Richard L. Tomasetti

Address: 641 Avenue of the Americas - 7th Floor

New York, NY 10011

Vice President: Jagdish Prasad

Address: 641 Avenue of the Americas - 7th Floor

New York, NY 10011

Secretary: Charles H. Thornton

Address: 641 Avenue of the Americas - 7th Floor

New York, NY 10011

Treasurer: Richard L. Tomasetti

Address: 641 Avenue of the Americas

New York, NY 10011

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

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

14. Jagdish Prasad, Executive Vice President 7-5-96
(Typed or printed name and capacity of person signing application)

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(FLA. 2189)

State of New York | ss:
Department of State

I hereby certify, that the certificate of incorporation of THE LZA GROUP, INC. was filed on 05/10/1933, under the name of RYAN CONTRACTING CORPORATION, fixing the duration as perpetual, 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 RYAN CONTRACTING CORPORATION, changing name to LEV ZETLIN ASSOCIATES, INC., was filed 05/27/1969.

A Certificate of Amendment LEV ZETLIN ASSOCIATES, INC., changing name IGB ASSOCIATES, INC., was filed 05/09/1977.

A Certificate of Amendment IGB ASSOCIATES, INC., changing name to LEV ZETLIN ASSOCIATES, INC., was filed 04/19/1989.

A Certificate of Amendment LEV ZETLIN ASSOCIATES, INC., changing name to THE LZA GROUP, INC., was filed 12/28/1993.

Witness my hand and the official seal of the Department of State at the City of Albany, this 05th day of July one thousand nine hundred and ninety-six.

Secretary of State

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