

1301 HAYS STREET
TALLAHASSEE, FL 32301-2607
904-222-9171
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800-344-8086

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PROTECTING ALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 123883 4388818

AUTHORIZATION :

Patricia Pyzdek

COST LIMIT : \$ 70.00

ORDER DATE : October 17, 1996

ORDER TIME : 10:06 AM

ORDER NO. : 123883-005

CUSTOMER NO: 4388818

CUSTOMER: Ms. Connie S. Wiersma
It Corporation
23456 Hawthorne Blvd.

100001979941--8

Torrance, CA 90505

FOREIGN FILINGS

NAME: IT BROWNFIELDS SERVICES
CORPORATION

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Danny G. Smith

FILED
96 OCT 18 PM 12:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
96 OCT 18 AM 11:34
DIVISION OF CORPORATIONS

**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. IT Brownfields Services Corporation
(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 3. 33-0721649
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. May 9, 1996 5. perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. upon filing
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.155, F.S.))

7. IT Brownfields Services Corporation
23456 Hawthorne Boulevard
Torrance, California 90505
(Current mailing address)

8. Environmental Remediation
(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: The Prentice-Hall Corporation System, Inc.

Office Address: 1201 Hays Street

Tallahassee, Florida, 32301
(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.

The Prentice-Hall Corporation System, Inc.

By: [Signature]
(Registered agent's signature)
A. P. Polizzi, Assistant 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.

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

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: James M. Redwine

Address: 23456 Hawthorne Boulevard
Torrance, CA 90505

Director: _____

Address: _____

B. OFFICERS

President: James R. Mahoney

Address: 23456 Hawthorne Boulevard
Torrance, CA 90505

Vice President: Frank C. Rice

Address: 23456 Hawthorne Boulevard
Torrance, CA 90505

Secretary: James M. Redwine

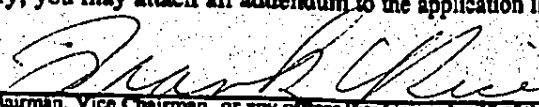
Address: 23456 Hawthorne Boulevard
Torrance, CA 90505

Treasurer: Philip H. Ockelmann

Address: 23456 Hawthorne Boulevard
Torrance, CA 90505

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.

Frank C. Rice, Vice President

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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

96 OCT 18 PM 12:11

FILED

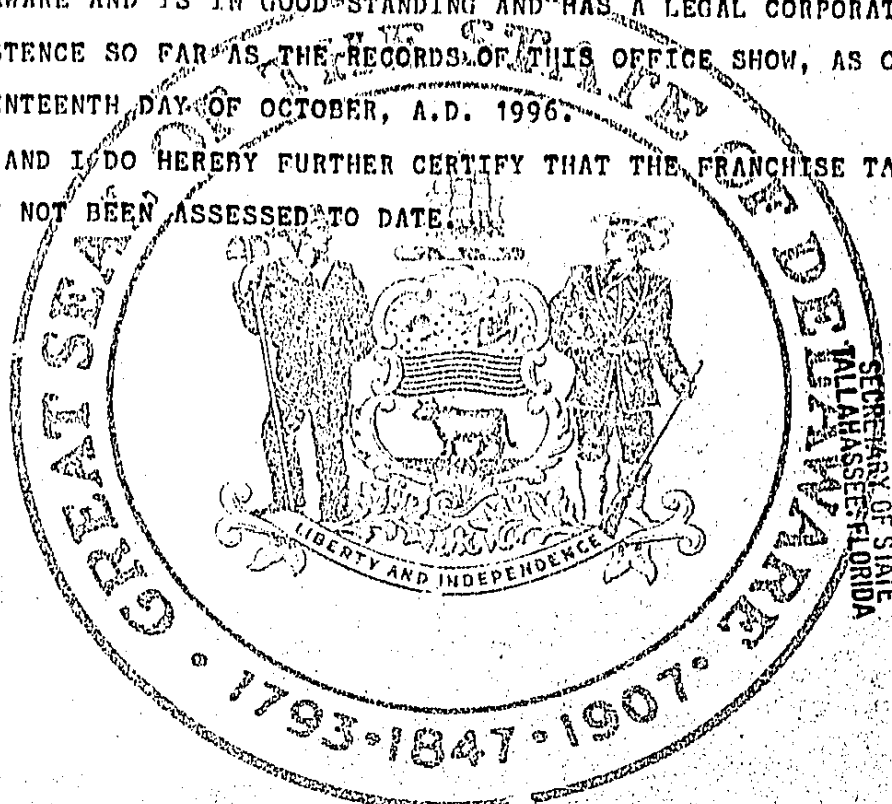
State of Delaware

PAGE 1

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "IT BROWNFIELDS SERVICES CORPORATION" 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 SEVENTEENTH DAY OF OCTOBER, A.D. 1996.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



SECRETARY OF STATE
TALLAHASSEE, FLORIDA

96 OCT 18 PM 12:11

FILED



Edward J. Freel

Edward J. Freel, Secretary of State

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960302123

AUTHENTICATION: 8150721

DATE: 10-17-96