

F99000002443

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(Address)

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(City/State/Zip/Phone #)

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05 JUL - 8 AM 8:50
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TALLAHASSEE, FLORIDA

with

TRANSMITTAL LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Hatch Mott MacDonald T&T, Inc.
(Name of corporation)

DOCUMENT NUMBER: F99000002443

The enclosed **withdrawal application** and fee are submitted for filing.

Please return all correspondence concerning this
matter to the following:

Roseann Raspitzi, Legal Department
(Name of Person)

Hatch Mott MacDonald
(Firm/Company)

27 Bleeker Street
(Address)

Millburn, NJ 07041-1008
(City/State and Zip code)

For further information concerning this matter, please call:

Roseann Raspitzi at (973) 912-3473

(Name of Person)

(Area Code & Daytime Telephone Number)

Roseann.raspitzi@hatchmott.com

973-912-2588 Fax

STREET ADDRESS:

Amendment Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL. 32399

MAILING ADDRESS:

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL. 32314



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

May 11, 2005

ROSEANN RASPITZI
HATCH MOTT MACDONALD
27 BLEEKER ST.
MILLBURN, NJ 07041-1008

SUBJECT: HATCH MOTT MACDONALD T&T, INC.
Ref. Number: F99000002443

We have received your document for HATCH MOTT MACDONALD T&T, INC. and check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

We can not transfer a corporation into a limited liability company. You will have to withdraw the current entity and refile as a limited liability company.

We are enclosing the proper form(s) with instructions for your convenience.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6878.

Alan Crum
Document Specialist

Letter Number: 705A00033626

125.00 - filing fee
- 43.75 original check sent

81.25 Balance due

RECEIVED
05 JUL - 8 AM 8:00
DIVISION OF CORPORATIONS

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

Hatch Mott MacDonald T&T, Inc.

(Name of Corporation)

F99000002443

(Document Number of Corporation (if known))

Delaware

(Incorporated Under Laws of)

FILED
05 JUL - 8 AM 8:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 for the corporation:

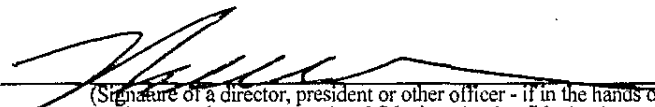
27 Bleeker Street

(Mailing Address)

Millburn, NJ 07041-1008

(City/ State /Zip)

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


(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

May 31, 2005

(Date)

Nicholas M. DeNichilo

(Typed or printed name of person signing)

President

(Title of person signing)

FILING FEE \$35

Delaware

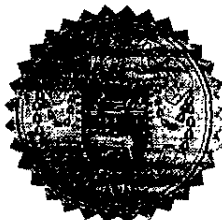
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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "HATCH MOTT MACDONALD T&T, INC.", FILED A CERTIFICATE OF CONVERSION, CHANGING ITS NAME TO "HATCH MOTT MACDONALD, LLC", THE TWENTY-SEVENTH DAY OF DECEMBER, A.D. 2004, AT 11:42 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF CONVERSION IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2004.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID LIMITED LIABILITY COMPANY IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

0786567 8320

AUTHENTICATION: 3977771

050393931

DATE: 06-24-05