

ESC
THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 315738 4329479

AUTHORIZATION :

COST LIMIT : \$ 78.75

ORDER DATE : July 22, 1999

ORDER TIME : 10:28 AM

ORDER NO. : 315738-005

800002938568--1

CUSTOMER NO: 4329479

CUSTOMER: Lori L. Colaiuta, Legal Asst
Baker & Hostetler
200 South Orange Avenue
Suntrust Center Suite 2300
Orlando, FL 32802-0112

FOREIGN FILINGS

NAME: WALKER ENGINEERING, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX _____ CERTIFIED COPY
_____ PLAIN STAMPED COPY
_____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: James Guy

RECEIVED

99 JUL 22 AM 11:19

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STATE
TALLAHASSEE, FLORIDA

RECEIVED
STATE
TALLAHASSEE, FLORIDA

99 JUL 22 PM 1:57

FILED

**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. Walker Engineering, 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. Alabama 3. 63-0827225
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. May 21, 1982 5. perpetual
(Date of incorporation) (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 817.155, F.S.)

7. 833 Rockingham Road
Birmingham, Alabama 35235-2625
(Current mailing address)

8. Performance of engineering services and the transaction of any or all lawful
business permitted under the laws of the State of Alabama.
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. **Name and street address of Florida registered agent:** (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: Corporation Service Company

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.

Laura R. Perry
(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)

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

Chairman: Gary W. Walker

Address: 833 Rockingham Road

Birmingham, Alabama 35235-2625

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: Gary W. Walker

Address: 833 Rockingham Road

Birmingham, Alabama 35235

Vice President: Claude P. Walker

Address: 808 Kingswood Drive

Cary, North Carolina 27511

Secretary: Gary W. Walker

Address: 833 Rockingham Drive

Birmingham, Alabama 35235

Treasurer: Gary W. Walker

Address: 833 Rockingham Road

Birmingham, Alabama 35235

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

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

14. Gary W. Walker, President
(Typed or printed name and capacity of person signing application)

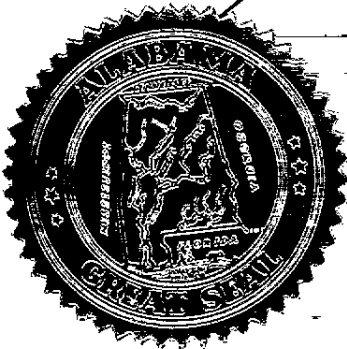
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STATE OF ALABAMA
TALLAHASSEE

STATE OF ALABAMA

I, Jim Bennett, Secretary of State of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that

the domestic corporation records on file in this office disclose that Walker Engineering, Inc. incorporated in Jefferson County, Birmingham, Alabama on May 21, 1982. I further certify that the records do not disclose that said Walker Engineering, Inc. has been dissolved.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA



In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

July 13, 1999

Date

A handwritten signature in cursive script, reading 'Jim Bennett'.

Jim Bennett

Secretary of State