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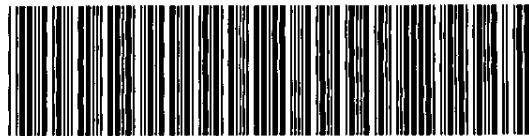
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DIVISION OF CORPORATIONS
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B. KOHR

FEB 18 2010

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DATE: 02-18-10

NAME: KBR USA, LLC

TYPE OF FILING: ARTICLES OF ORGANIZATION

COST: \$155

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AUTHORIZATION: ABBIE/PAUL HODGE



COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: KBR USA LLC
(Name of Limited Liability Company)

The enclosed "Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida," Certificate of Existence, and check are submitted to register the above referenced foreign limited liability company to transact business in Florida..

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DIVISION OF CORPORATIONS
10 FEB 18 PM 1:46

Please return all correspondence concerning this matter to the following:

GENEVA SORENSEN
(Name of Person)

Capitol Services Corporate Filings Team
(Firm/Company)

800 Brazos, Suite 400
(Address)

Austin, Texas 78701
(City/State and Zip Code)

For further information concerning this matter, please call:

GENEVA SORENSEN at (800) 345-4647
(Name of Person) (Area Code & Daytime Telephone Number)

MAILING ADDRESS:
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

STREET ADDRESS:
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Enclosed is a check for the following amount:

☐ \$125.00 Filing Fee ☐ \$130.00 Filing Fee & Certificate of Status ☒ \$155.00 Filing Fee & Certified Copy ☐ \$160.00 Filing Fee, Certificate of Status & Certified Copy

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

**IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN
LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:**

1. KBR USA LLC
(Name of Foreign Limited Liability Company; must include "Limited Liability Company," "L.L.C.," or "LLC.")

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the written consent of the managers or managing members adopting the alternate name. The alternate name must include "Limited Liability Company," "L.L.C.," "LLC.")

2. DELAWARE 3. _____
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. 06-23-2008 5. PERPETUAL
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")

6. _____
(Date first transacted business in Florida, if prior to registration.)
(See sections 608.501 & 608.502 F.S. to determine penalty liability)

7. 4100 CLINTON DRIVE HOUSTON TEXAS 77020
(Street Address of Principal Office)

8. If limited liability company is a manager-managed company, check here ☐

9. The name and usual business addresses of the managing members or managers are as follows:

SEE ATTACHED

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: _____

HOLDING COMPANY

Charmane Whatley
Signature of a member or an authorized representative of a member.
(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

CHARMANE WHATLEY, MEMBER

Typed or printed name of signer

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

KBR USA LLC

If name unavailable, the alternate name to be used in the state of Florida is:

2. The name and the Florida street address of the registered agent and office are:

Capitol Corporate Services, Inc.
(Name)

155 Office Plaza Dr., Suite A
Florida Street Address (P.O. Box **NOT** ACCEPTABLE)

Tallahassee FL 32301
City/State/Zip

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, Florida Statutes.

Gayle Windle

(Signature)

Gayle Windle, Asst. Secretary on behalf of Capitol Corporate Services, Inc.

\$ 100.00	Filing Fee for Application
\$ 25.00	Designation of Registered Agent
\$ 30.00	Certified Copy (optional)
\$ 5.00	Certificate of Status (optional)

KBR USA LLC

As of Feb 11, 2010

MEMBERS

Name: Susan K. Carter
Address: 601 Jefferson St., Houston, Texas 77002

Name: Andrew D. Farley
Address: 601 Jefferson St., Houston, Texas 77002

Name: William P. Utt
Address: 601 Jefferson St., Houston, Texas 77002

Name: Klaudia J. Brace
Address: 601 Jefferson St., Houston, Texas 77002

Name: Vincent A. Alspach
Address: 601 Jefferson St., Houston, Texas 77002

Name: John W. Gann, Jr.
Address: 601 Jefferson St., Houston, Texas 77002

Name: Jeffrey B. King
Address: 601 Jefferson St., Houston, Texas 77002

Name: Mark E. Lowes
Address: 4100 Clinton Dr., Houston, Texas 77020

Name: Steven Mathews
Address: 601 Jefferson St., Houston, Texas 77002

Name: Kelley S. Blake
Address: 601 Jefferson St., Houston, Texas 77002

Name: Jake Whicker
Address: 405 Lighthouse Rd, Admin Trailer, Canaveral Air Station, Florida 32925-2407

Name: Robert F. Bell
Address: 601 Jefferson St., Houston, Texas 77002

Name: Deidre L. Shearer
Address: 601 Jefferson St., Houston, Texas 77002

Name: Charmane R. Whatley
Address: 601 Jefferson St., Houston, Texas 77002

Name: Sue Edison
Address: 601 Jefferson St., Houston, Texas 77002

Name: Vito Ciminello
Address: 601 Jefferson St., Houston, Texas 77002

Name: Louise Trotter
Address: 601 Jefferson St., Houston, Texas 77002

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "KBR USA LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWELFTH DAY OF FEBRUARY, A.D. 2010.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "KBR USA LLC" WAS FORMED ON THE TWENTY-THIRD DAY OF JUNE, A.D. 2008.

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

4565791 8300

100133936

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7807962

DATE: 02-12-10