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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLANASSEE, FLORIDA

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B. KOHR
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EXAMINER

SECRETARY OF STATE CONVISION OF CORPORATIONS

11 JAN 25 AM 8: 05



ACCOUNT NO. : I2000000195

REFERENCE :

653814

AUTHORIZATION :

COST LIMIT : \$ 125.00

ORDER DATE: January 25, 2011

ORDER TIME : 2:55 PM

ORDER NO. : 653814-005

CUSTOMER NO: 4312639

FOREIGN FILINGS

NAME: DELOITTE ENERGY AND

ENVIRONMENTAL SERVICES LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_ CERTIFIED COPY XX PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight -- EXT# 2956

EXAMINER:

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

IN COMPLIANCE WITH SECTION 608503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA: 1 Deloitte Energy and Environmental Services 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," "LL.C," "LLC.") 2 Delaware (Jurisdiction under the law of which foreign limited liability (FEI number, if applicable) company is organized) 4. December 3, 2010 5 perpetual (Duration: Year limited liability company will cease to exist or "perpetual") (Date of Organization) 6. upon qualification (Date first transacted business in Florida, if prior to registration.) (See sections 608.501 & 608.502 F.S. to determine penalty liability) 7 c/o Deloitte Consulting LLP, 1633 Broadway New York, NY 10019 (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: Deloitte Consulting LLP, 1633 Broadway, New York, NY 10019 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: to engage in any lawful act or activity for which limited liabilities companies may be formed 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. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.) Deloitte Energy and Environmental Services LLC Typed or printed name of signee

By: Deloitte Consulting LLP, Member

By: Deloitte LLP, Partner By: Emily Warthen, Partner

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.

I. The name of	he Limited Liability Compa	ny is:		
Deloitte Energy and Environmental Services LLC				
If unavailable, the alternate to be used in the state of Florida is:				
2. The name and	i the Florida street address o	f the registered agent and office are:		
•	Corporation Service Compar	ny		
		(Name)		
]	201 Hays Street			
	Florida Street Addr	ess (P.O. Box: <u>NOT</u> ACCEPTABLE)		
	Tallahassee	FL 32301		
		City/State/Zip		
liability company agent and agree relating to the pro obligations of my	at the place designated in the coact in this capacity. I furth oper and complete performan position as registered agent orporation Service Company	o accept service of process for the above stails certificate, I hereby accept the appointment agree to comply with the provisions of a cice of my duties, and I am familiar with an as provided for in Chapter 608, Florida St	ent as registered all statutes d accept the	
. (<u>B</u>	y: (Signal	ture) abe, Assistant VP		
	\$ 100.00 \$ 25.00 \$ 30.00 \$ 5.00	Filing Fee for Application Designation of Registered Agent		

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF

DELAWARE, DO HEREBY CERTIFY "DELOITTE ENERGY AND ENVIRONMENTAL

SERVICES 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 TWENTY-FIFTH

DAY OF JANUARY, A.D. 2011.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "DELOITTE ENERGY AND ENVIRONMENTAL SERVICES LLC" WAS FORMED ON THE THIRD DAY OF DECEMBER, A.D. 2010.

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

4906879 8300

110077518

AUTHENTY CATION: 8517291

DATE: 01-25-11

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