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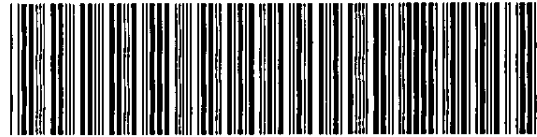
(Business Entity Name)

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TALLAHASSEE, FLORIDA

C. LEWIS

JUL 24 2012

EXAMINER



CORPORATION-SERVICE COMPANY

ACCOUNT NO. : I20000000195

REFERENCE : 285309 7224141

AUTHORIZATION

COST LIMIT : \$ 160.00

ORDER DATE : July 23, 2012

ORDER TIME : 3:53 PM

ORDER NO. : 285309-005

CUSTOMER NO: 7224141

FOREIGN FILINGS

NAME: SKIDMORE, OWINGS & MERRILL
FLORIDA LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Stephanie Milnes -- EXT# 2920

EXAMINER: _____

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Skidmore, Owings & Merrill Florida 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..

Please return all correspondence concerning this matter to the following:

Linda E. Deutsch

Name of Person

Skidmore, Owings & Merrill LLP

Firm/Company

14 Wall Street

Address

New York, NY 10005

City/State and Zip Code

linda.deutsch@som.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Linda E. Deutsch

Name of Person

at 212

) 298-9766

Area Code & Daytime Telephone Number

MAILING ADDRESS:

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

STREET ADDRESS:

Division of Corporations
Registration Section
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. Skidmore, Owings & Merrill Florida 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

(Jurisdiction under the law of which foreign limited liability company is organized)

3. 46-0558622

(FEI number, if applicable)

4. 07/02/12

(Date of Organization)

5. Perpetual

(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. 14 Wall Street, New York, NY 10005

(Street Address of Principal Office)

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

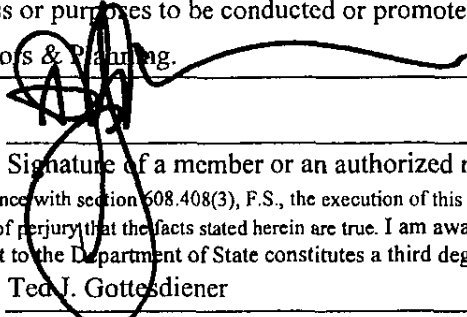
9. The name and usual business addresses of the managing members or managers are as follows:

Please see attachment.

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 Practice Architecture,

Engineering, Interiors & Planning.


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.)

Ted J. Gottesdiener

Typed or printed name of signee

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TALLAHASSEE FLORIDA

Attachment to No. 9, The name and usual business address of the managing members or managers are as follows:

SOM Florida LLC

Mr. Ted J. Gottesdiener - President
Skidmore, Owings & Merrill LLP
14 Wall Street
New York, New York 10005

Mr. William F. Baker - Vice President
Skidmore, Owings & Merrill LLP
224 South Michigan Avenue, Suite 1000
Chicago, Illinois 60604

Mr. Stephen A. Apking - Treasurer
Skidmore, Owings & Merrill LLP
14 Wall Street
New York, New York 10005

Mr. Gary P. Haney - Vice President
Skidmore, Owings & Merrill LLP
14 Wall Street
New York, NY 10005

Mr. Craig W. Hartman - Vice President
Skidmore, Owings & Merrill LLP
1 Front Street, Suite 2400
San Francisco, California 94111

Mr. Jeffrey J. McCarthy - Secretary
Skidmore, Owings & Merrill LLP
224 South Michigan Avenue, Suite 1000
Chicago, Illinois 60604

Mr. Richard F. Tomlinson - Vice President
Skidmore, Owings & Merrill LLP
224 South Michigan Avenue, Suite 1000
Chicago, Illinois 60604

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TALLAHASSEE, FLORIDA

**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:

Skidmore, Owings & Merrill Florida LLC

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

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

Corporation Service Company

(Name)

1201 Hays Street

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.

Corporation Service Company

By: Stephanie Nicholas Test. V.P.

(Signature)

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

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TALLAHASSEE, FLORIDA

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SKIDMORE, OWINGS & MERRILL FLORIDA 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 NINETEENTH DAY OF JULY, A.D. 2012.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "SKIDMORE, OWINGS & MERRILL FLORIDA LLC" WAS FORMED ON THE SECOND DAY OF JULY, A.D. 2012.

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

5178575 8300

120851628



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


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9720553

DATE: 07-19-12