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APPLICATION BY FOREIGN CORPORATION TO FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

FILED 8 MAR 18 PH 2: 20 BECRETARY OF STATE

SECTION I (1-3 must be completed)

1. Dames & Moore, Inc. Name of corporation as it appears within the records of the Department of State.

2. Incorporated under laws of: Delaware

3. Date authorized to do business in Florida: February 13, 1992

SECTION II (4-7 complete only the applicable changes)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation?

August 12, 1997

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> 5. Name of corporation after the amendment, adding suffix "corporation," "company," "incorporated," or appropriate abbreviation, if not contained in new name of the corporation:

Dames & Moore Group, Inc.

6. If the amendment changes the period of duration, indicate new period of duration.

<u>No Change</u>

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

Signature
Name and Title

March 6, 1998

Date

PAGE 1

State of Delaware Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "DAMES & MOORE, INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "DAMES & MOORE GROUP", THE TWELFTH DAY OF AUGUST, A.D. 1997, AT 9 O'CLOCK

A.M.





Edward J. Freel, Secretary of State

AUTHENTICATION: DATE:

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