

F95000001605

TRANSMITTAL LETTER

TO: QUALIFICATION/TAX LIEN SECTION
DIVISION OF CORPORATIONS

SUBJECT: HAMPTON-TILLEY ASSOCIATES OF TEXAS, INC.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

RICK SCHAWACKER
(Name of Person)
HAMPTON-TILLEY ASSOCIATES, INC.
(Firm/Company)
740 GOODARD AVE.
(Address)
CHESTERFIELD MO. 63005
(City, State and Zip Code)

300001445789
-04/03/95--01032--004
*****70.00 *****70.00

Should you need to call someone concerning this matter, please call:

RICK SCHAWACKER at (314) 537-3353
(Name of Person) Area Code & Daytime Telephone Number

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 APR -3 PM 1:40

54/3

COURIER ADDRESS:
Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Qualification/Tax Lien Sec.
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE
STATE OF FLORIDA:

1. HAMPTON-TILLEY ASSOCIATES OF TEXAS, 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. TEXAS 3. 43-1566540
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 11/26/90 5. PERPETUAL
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 3/7/95
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.156, F.S.)

7. 710 GOODARD AVE.
CHESIERFIELD MO 63005
(Current mailing address)

8. CONSULTING ENGINEERING & DESIGN
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

Name: CT CORPORATION SYSTEM

Office Address: 1200 S. PINE ISLAND RD.

PLANTATION, FL, Florida, 33325
(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.

ATTACHARO
(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.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATION
95 APR - 3 PM 1:15

12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: C.M. TILLEY III

Address: 2212 KEHRSGLEN
CHESTERFIELD, MO. 63017

Vice Chairman: _____

Address: _____

Director: DON A. HAMPTON

Address: 24 BROADVIEW FARM Rd.
CREVE COEUR, MO 63141

Director: _____

Address: _____

B. OFFICERS

President: C.M. TILLEY III

Address: 2212 KEHRSGLEN
CHESTERFIELD, MO 63017

Vice President: _____

Address: _____

Secretary: DON A. HAMPTON

Address: 24 BROADVIEW FARM Rd.
CREVE COEUR MO 63141

Treasurer: _____

Address: _____

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 APR - 3 PM 1:40

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

13. [Signature]
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. C.M. TILLEY III, PRESIDENT
(Type or printed name and capacity of person signing application)

ACCEPTANCE OF APPOINTMENT

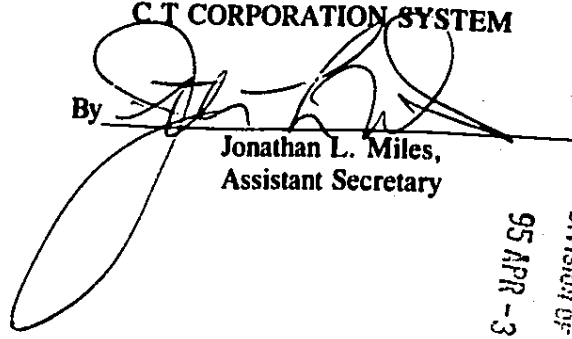
RE: HAMPTON-TILLEY ASSOCIATES OF TEXAS, INC.

Pursuant to Sections 48.091 and 607.0501, Florida Statutes, the undersigned acknowledges and accepts its appointment as registered agent of the above corporation and agrees to act in the capacity and to comply with the provisions of the Florida Business Corporation Act (1990) relative to keeping open the registered office at the address specified above. The undersigned is familiar with, and accepts the obligations of, Section 607.0505, Florida Statutes.

Dated: March 21, 1995

C T CORPORATION SYSTEM

By



**Jonathan L. Miles,
Assistant Secretary**

**FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 APR -3 PM 1:40**



The State of Texas

SECRETARY OF STATE

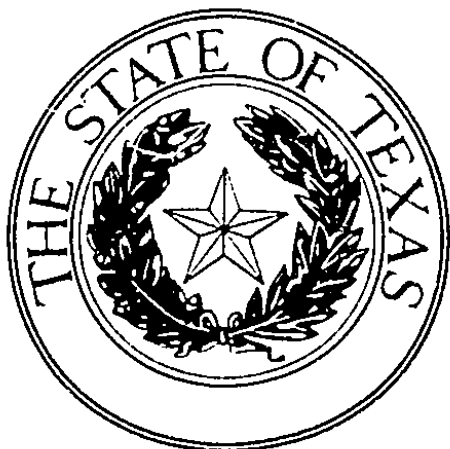
**IT IS HEREBY CERTIFIED, that
Articles of Incorporation
of**

HAMPTON-TILLEY ASSOCIATES OF TEXAS, INC.

were filed in this office and a certificate of incorporation was issued on
NOVEMBER 26, 1990;

**IT IS FURTHER CERTIFIED, that no certificate of dissolution has been issued, and
that the corporation is still in existence.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 APR -3 PM 1:40



*IN TESTIMONY WHEREOF, I have hereunto
signed my name officially and caused to be
impressed hereon the Seal of State at my office in
the City of Austin, on March 21, 1995.*

**Antonio O. Garza, Jr.
Secretary of State**

CEB