



THE UNITED STATES CORPORATION COMPANY

990000001811

ACCOUNT NO. : 072100000032

REFERENCE : 182447 4391256

AUTHORIZATION : Patricia Pzyt

COST LIMIT : \$ 70.00

ORDER DATE : March 25, 1999

ORDER TIME : 10:14 AM

ORDER NO. : 182447-005

300002831959--9

CUSTOMER NO: 4391256

CUSTOMER: Ms. Carolyn J. Muravski
Reed, Smith, Shaw & Mcclay
136 Main Street, Suite 250
Po Box 7839
Princeton, NJ 08543-7839

RECEIVED

99 APR -7 AM 11:25

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FOREIGN FILINGS

NAME: THE HILLIER GROUP
ARCHITECTURE, NEW JERSEY, INC.

99 APR -7 PM 12:07
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED 4/7

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- _____ CERTIFIED COPY
- XX _____ PLAIN STAMPED COPY
- _____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angie Glisar

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

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

- 1. The Hillier Group Architecture, New Jersey, 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. New Jersey
(State or country under the law of which it is incorporated)
- 3. 22-3622595
(FEI number, if applicable)
- 4. November 24, 1998
(Date of Incorporation)
- 5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")

- 6. Upon Qualification
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
- 7. c/o David Erik Chase, 500 Alexander Park CN 23

Princeton, NJ 08543
(Current mailing address)
To engage in the practice of Architecture. To engage in any lawful activity for which corporations may be organized.

- 8. _____
(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:** (P.O. Box or Mail Drop Box, if acceptable)

Name: Corporation Service Company
Office Address: 1201 Hays Street
Tallahassee, Florida, 32301
(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.

By: *Sylvia M. White*
(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.

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TALLAHASSEE FLORIDA

12. Names and addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: See attached officers/directors rider

Address: _____

Vice President: _____

Address: _____

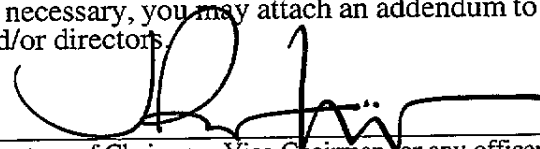
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

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

14. J. Robert Hillier, President
(Typed or printed name and capacity of person signing application)

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TALLAHASSEE FLORIDA

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OFFICERS/DIRECTORS RIDER

FL-Application by Foreign Corporation for Authorization

The Hillier Group Architecture, New Jersey, Inc.

List of Officers

Name:	J. Robert Hillier	Title:	President
Bus. Addr.:	500 Alexander Park CN 23, Princeton, NJ 08543		
Name:	Alan Chimacoff	Title:	Vice President
Bus. Addr.:	500 Alexander Park CN 23, Princeton, NJ 08543		
Name:	David Erik Chase	Title:	Treasurer
Bus. Addr.:	500 Alexander Park CN 23, Princeton, NJ 08543		
Name:	Gerard F.X. Geier, II	Title:	Secretary
Bus. Addr.:	500 Alexander Park CN 23, Princeton, NJ 08540		
Name:	Lois K. Etz	Title:	Assistant Secretary
Bus. Addr.:	500 Alexander Park CN 23, Princeton, NJ 08543		

List of Directors

Name:	J. Robert Hillier	Term:	
Bus. Addr.:	500 Alexander Park CN 23, Princeton, NJ		
Name:	David Erik Chase	Term:	
Bus. Addr.:	500 Alexander Park CN 23, Princeton, NJ		
Name:	Alan Chimacoff	Term:	
Bus. Addr.:	500 Alexander Park CN 23, Princeton, NJ		
Name:	Gerard F.X. Geier, II	Term:	
Bus. Addr.:	500 Alexander Park CN 23, Princeton, NJ		

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STATE OF NEW JERSEY
DEPARTMENT OF TREASURY
SHORT FORM STANDING

THE HILLIER GROUP ARCHITECTURE, NEW JERSEY, INC.

*I, the Treasurer of the State of New Jersey,
do hereby certify that the above-named
New Jersey Domestic Profit Corporation was
registered by this office on November 24, 1998.*

*As of the date of this certificate, said business
continues as an active business in good standing
in the State of New Jersey, and its Annual Reports
are current.*

*I further certify that the registered agent and
registered office are:*

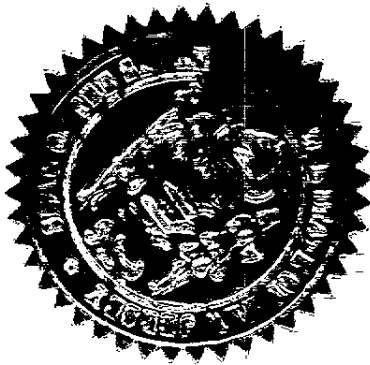
*David Erik Chase
500 Alexander Road Cn 23
Princeton, NJ 08543*

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

STATE OF NEW JERSEY
DEPARTMENT OF TREASURY
SHORT FORM STANDING

THE HILLIER GROUP ARCHITECTURE, NEW JERSEY, INC.



IN TESTIMONY WHEREOF, I have
hereunto set my hand and
affixed my Official Seal
at Trenton, this
25th day of March, 1999

James A. DiEleuterio, Jr.

James A DiEleuterio, Jr.
Treasurer

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SECRETARY OF STATE
TALLAHASSEE FLORIDA