

State of Idaho

Department of State

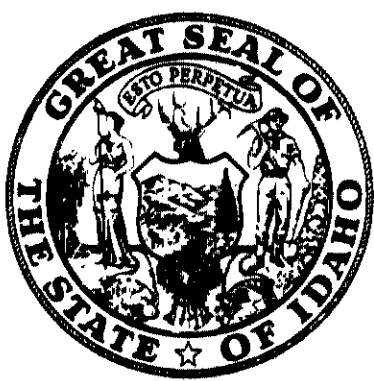
CERTIFICATE OF AUTHORITY OF

WATERS & ASSOCIATES, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of WATERS & ASSOCIATES, INC. for a Certificate of Authority to transact business in this State, duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to WATERS & ASSOCIATES, INC. to transact business in this State under the name WATERS & ASSOCIATES, INC. and attach hereto a duplicate original of the Application for such Certificate.

Dated October 22, 1990



Pete T. Cenarrusa
SECRETARY OF STATE

Elizabeth Mizakala
Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

To the Secretary of State of Idaho

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation of the State of Idaho hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

RECEIVED

STATE OF IDAHO

30 OCT 22 AM 8 49

1. The name of the corporation is WATERS & ASSOCIATES, INC.

2. The name which it shall use in Idaho is SAME

(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by a Board of Directors resolution adopting assumed name in Idaho.)

3. It is incorporated under the laws of WISCONSIN

4. The date of its incorporation is 9-26-85 and the period of its duration is PERPETUAL

5. The address of its principal office in the state or country under the laws of which it is incorporated is

350 WEST GREEN TREE ROAD, MILWAUKEE, WI 53217

6. The address to which correspondence should be addressed, if different from that in item 5.

PATRICIA S. WARFEL, Y&A GROUP, INC., 777 CRAIG ROAD, ST. LOUIS, MO 63141

7. The street address of its proposed registered office in Idaho is 300 NORTH 6TH STREET,

BOISE, ID 83701

, and the name of its proposed registered agent in Idaho at that address is CT CORPORATION SYSTEM

8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:

TO ENGAGE IN ANY LAWFUL ACTIVITIES AND TO PROVIDE PROFESSIONAL CONSULTING ENGINEERING SERVICES.

9. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>MALCOLM CHEEK</u>	<u>PRESIDENT, COO & TREASURER</u>	<u>777 CRAIG ROAD, ST. LOUIS, MO 63141</u>
<u>ROBERT W. ZAK, JR.</u>	<u>EXECUTIVE VICE PRESIDENT & CFO</u>	<u>SAME AS ABOVE</u>
<u>STEPHEN C. SPENCER</u>	<u>EXECUTIVE VICE PRESIDENT</u>	<u>SAME AS ABOVE</u>
<u>PATRICIA S. WARFEL</u>	<u>VICE PRESIDENT & SECRETARY</u>	<u>SAME AS ABOVE</u>
<u>D. RALPH YOUNG</u>	<u>CHAIRMAN OF THE BOARD</u>	<u>SAME AS ABOVE</u>
<u>MALCOLM CHEEK</u>	<u>VICE CHAIRMAN OF THE BOARD</u>	<u>SAME AS ABOVE</u>

(continued on reverse)

United States of America
State of Wisconsin
OFFICE OF THE SECRETARY OF STATE

RECEIVED
SEC. OF STATE

90 OCT 22 AM 8 49

To All to Whom These Presents Shall Come:

I, **DOUGLAS La FOLLETTE**, Secretary of State of the State of Wisconsin, do hereby certify that articles of incorporation of

MAGAEL ASSOCIATES OF MADISON, INC.

were duly filed in this office on September 26, 1985 and that thereafter a certificate of such filing and grant of corporate powers and privileges was duly issued to said organization under the hand and seal of the Secretary of State of the State of Wisconsin, as provided by law.

I further certify that an Amendment to the Articles of Incorporation was filed with this office on November 4, 1985, changing the name to the present name of

WATERS & ASSOCIATES, INC.

I further certify that it appears from the records of this office that said organization continued and now is a body corporate, duly and legally incorporated, organized and existing by and under the laws of this state, and is in good standing.



IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal, at Madison, on September 24, 1990

Douglas La Follette

DOUGLAS La FOLLETTE
Secretary of State

BY: *Robert Kaus*



600 SOUTH ORCHARD, SUITE A, BOISE, IDAHO 83705

**BOARD OF PROFESSIONAL ENGINEERS
AND PROFESSIONAL LAND SURVEYORS**

30 AUG 13 PM 1 50 (208) 334-3860

August 10, 1990

Secretary of State
Statehouse Mail
Boise, Idaho 83720

Attn: Sally T. Clark

Dear Ms. Clark:

Pursuant to Idaho Code 54-1235, this is to notify you that Waters & Associates, Inc., 350 W. Green Tree Rd., Milwaukee, WI 53217 has applied for and is eligible to receive a Certificate of Authorization to practice professional engineering in the State of Idaho as a corporation. Pending their filing with your office, the Board will consider the application at its next meeting.

Sincerely,

David L. Curtis
David L. Curtis, P.E.
Executive Secretary

DLC:dc

cc: Waters & Associates, Inc.

