

State of Idaho

Office of the Secretary of State

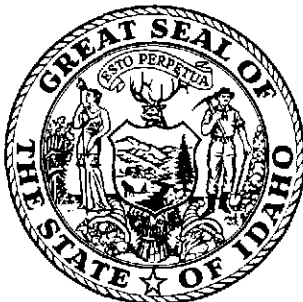
**CERTIFICATE OF REGISTRATION
OF
GHD INC.**

File Number C 208591

I, LAWERENCE DENNEY, Secretary of State of the State of Idaho, hereby certify that an application for Foreign Registration Statement, duly executed pursuant to the provisions of the Idaho Uniform Business Organization Code, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Registration to transact business in this State and attach hereto a duplicate of the application for such certificate.

Dated: January 29, 2016



Lawrence Denney
SECRETARY OF STATE

By *Constance*



FOREIGN REGISTRATION STATEMENT

Title 30, Chapter 21, Idaho Code

Filing fee: \$100 typed, \$120 not typed

Complete and submit the form in duplicate.

FILED EFFECTIVE

2016 JAN 29 AM 9:58
SECRETARY OF STATE
STATE OF IDAHO

1. The name of the entity is: GHD Inc.
2. The name which it shall use in Idaho is: _____
(Enter a name here, only if you are required to adopt an alternate name)
3. Select the type of entity you wish to register:

<input checked="" type="checkbox"/> Business Corporation	<input type="checkbox"/> General Partnership
<input type="checkbox"/> Nonprofit Corporation	<input type="checkbox"/> General Cooperative Association
<input type="checkbox"/> Limited Liability Partnership	<input type="checkbox"/> Limited Partnership (Including a limited liability limited partnership)
<input type="checkbox"/> Limited Liability Company	<input type="checkbox"/> Statutory Trust, Business Trust, or Common-law Business Trust

☐ Other: _____
(Use "Other" only if your foreign entity type is not listed above, and enter the type here.)
4. Jurisdiction of formation: California
(Provide the domestic jurisdiction where the entity was formed)
5. The address of its principal office is:
4747 N. 22nd Street, Suite 200
(Street Address)
Phoenix, AZ 85016
(Mailing Address, if different)
6. The address of its domestic principal office (if required by the laws of the jurisdiction of formation) is:

(Street Address)

(Mailing Address, if different)
7. The mailing address to which correspondence should be addressed, if different from item 5, is:
175 Technology Drive, Suite 200 Irvine, CA 92618
(Address)
8. The name of the registered agent and street address of registered agent in Idaho:
Corporation Service Company 12550 W. Explorer Drive, Suite 100 Boise, ID 83713
(Name) (Address)
9. The name, capacity, and mailing address of at least one governor:

<u>J. Duncan Findlay</u>	<u>Secretary</u>	<u>4747 N. 22nd Street, Ste 200 Phoenix, AZ 85016</u>
(Name)	(Capacity)	(Address)

(Name)	(Capacity)	(Address)
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Signature: _____

Typed Name: J. Duncan Findlay

Capacity: Secretary

Secretary of State use only

IDAHO SECRETARY OF STATE

01/29/2016 05:00

CK:185007 CT:319618 BH:1511049

1@ 100.00 = 100.00 FOR REG ST #2

1@ 20.00 = 20.00 EXPEDITE C #3

C 208591



DIRECTORS AND OFFICERS

OF

GHD INC.

Directors:

Chairman/Director:	Ian D. Shepherd	239 Adelaide Terrace, Perth, WA 6832, Australia
Director:	Stephen M. Quigley	651 Colby Drive, Waterloo, ON Canada N2V 1C2
Director:	Michael Tamblin	One Remington Park Drive, Cazenovia, NY 13035
Director:	Ian K. Richardson	651 Colby Drive, Waterloo, ON Canada N2V 1C2
Director:	Edward S. Roberts	651 Colby Drive, Waterloo, ON Canada N2V 1C2

Officers:

President	Stephen M. Quigley	651 Colby Drive, Waterloo, ON Canada N2V 1C2
Secretary	J. Duncan Findlay	4747 N. 22 nd Street Suite 200, Phoenix, AZ 85016
Assistant Secretary	Lindsay Ray	651 Colby Drive, Waterloo, ON Canada N2V 1C2
Treasurer	Ian K. Richardson	651 Colby Drive, Waterloo, ON Canada N2V 1C2

State of California
Secretary of State

CERTIFICATE OF STATUS

ENTITY NAME:

GHD INC.

FILE NUMBER: C2889127
FORMATION DATE: 07/01/2006
TYPE: DOMESTIC CORPORATION
JURISDICTION: CALIFORNIA
STATUS: ACTIVE (GOOD STANDING)

I, ALEX PADILLA, Secretary of State of the State of California,
hereby certify:

The records of this office indicate the entity is authorized to
exercise all of its powers, rights and privileges in the State of
California.

No information is available from this office regarding the financial
condition, business activities or practices of the entity.



IN WITNESS WHEREOF, I execute this certificate
and affix the Great Seal of the State of
California this day of December 18, 2015.

A handwritten signature in black ink, appearing to read 'Alex Padilla', is written over the printed name.

ALEX PADILLA
Secretary of State