

State of Idaho

Office of the Secretary of State

CERTIFICATE OF AUTHORITY OF

DAMES & MOORE, INC.

File number C 129742

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority to transact business in this State, duly executed 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 transact business in this State attach hereto a duplicate of the Application for such Certificate.

Dated: July 20, 1999



Pete T. Cenarrusa
SECRETARY OF STATE

By *Sonya Herald*

APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

To the Secretary of State of Idaho

The undersigned Corporation applies for a Certificate of Authority and states as follows: **JUL 20 11 08 AM '99**

1. The name of the corporation is DAMES & MOORE, INC.

SECRETARY OF STATE
STATE OF IDAHO

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

3. It is incorporated under the laws of Delaware

4. Its date of incorporation is 3/3/98

5. The address of its principal office is 911 Wilshire Boulevard, Suite 700, Los Angeles,
California 90017

6. The address to which correspondence should be addressed, if different than item 5, is _____

7. The street address of its registered office in Idaho is 300 North 6th Street, Boise, Idaho 83701

_____, and its registered agent in Idaho at that address is C T Corporation System

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

Name	Office	Address
See attached list of directors and officers		

Dated: _____

DAMES & MOORE, INC.

(Corporation name)

By

MA M

Mark A. Snell

Its

Secretary

(specify capacity of signer)

Customer Acct #:

IDAHO SECRETARY OF STATE

(If using pre-paid account)

07/20/99 **09:00**
CK: 119049064 CT: 2040 DI: 235320

1 @ 100.00 = 100.00 AUTH PRO # 2
1 @ 20.00 = 20.00 EXPEDITE C # 3

C 129742

g:\corpforms\CA2.pmf Revised 4/97

Dames & Moore, Inc.

Directors: **Arthur C. Darrow**
 Mark A. Snell

Officers: **Arthur C. Darrow - President**
 Mark A. Snell - VP, Chief Financial Officer and Secretary
 George W. Long - Assistant Secretary
 Michael A. Steuer - Assistant Secretary
 William L. Dunker - Assistant Secretary

The address for all officers is:

911 WILSHIRE BLVD, SUITE 300
LOS ANGELES CA 90017

State of Delaware
Office of the Secretary of State


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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "DAMES & MOORE, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE NINETEENTH DAY OF JULY, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.




Edward J. Freel, Secretary of State

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AUTHENTICATION: 9871582

DATE: 07-19-99