

State of Idaho

Office of the Secretary of State

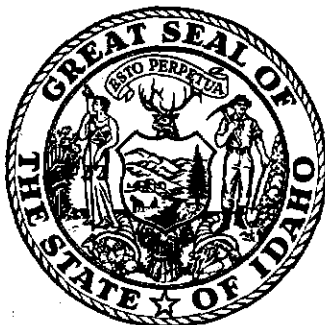
**CERTIFICATE OF AUTHORITY
OF
WSP FLACK + KURTZ, INC.**

File Number C 190556

I, BEN YSURSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority, duly executed pursuant to the provisions of the Idaho Business Corporation Act, 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 Authority to transact business in this State and attach hereto a duplicate of the application for such certificate.

Dated: March 24, 2011



Ben Yursa

SECRETARY OF STATE

By

Shirley Debra



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

11 MAR 24 PM 1:11

SECRETARY OF STATE
STATE OF IDAHO

The undersigned Corporation applies for a Certificate of Authority and states as follows:

1. The name of the corporation is:
WSP FLACK + KURTZ, INC.
2. The name which it shall use in Idaho is: _____
3. It is incorporated under the laws of: New York
4. Its date of incorporation is: 6/23/2000
5. The address of its principal office is:
512 Seventh Avenue New York, NY 10018
6. The address to which correspondence should be addressed, if different from item 5, is:

7. The street address of its registered office in Idaho is: 12550 W. Explorer Drive, Suite 100, Boise, ID 83713
and its registered agent in Idaho at that address is: Corporation Service Company
8. The names and respective business addresses of its directors and officers are:

Name	Title	Business Address
See attached list		

Dated: March 23, 2011

Signature:

Typed Name: Mark Lebowitz

Capacity: Executive Vice President & CFO (Officer)
[The signer must be a director or an officer of the corporation.]

Customer Acct # : _____

(If using pre-paid account)

Secretary of State use only

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forms\appforauthority_profit.pms
Revised 10/2005

IDAHO SECRETARY OF STATE
03/24/2011 05:00
CK: NONE CT: 1157 BH: 1265863
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C190556

WSP FLACK + KURTZ, INC.
Officers & Directors

Gary Pomerantz	Director	512 Seventh Avenue New York, NY 10018
Fred Perkins Jr.	Director	512 Seventh Avenue New York, NY 10018
Mark Lebowitz	Director, Treasurer, Secretary, Executive Vice President & Chief Financial Officer	512 Seventh Avenue New York, NY 10018
John Bredehorst	Director	512 Seventh Avenue New York, NY 10018
Susanna See	Director	405 Howard Street San Francisco, CA 94105
David Cooper, PE	Director, President & Chief Executive Officer	512 Seventh Avenue New York, NY 10018
Mark Belgarde, PE	Director	Suite 500 405 Howard Street San Francisco, CA 94105
George Zimmermann	Vice President & Controller	512 Seventh Avenue New York, NY 10018
Donald Dwyer	Director	512 Seventh Avenue New York, NY 10018
Randy Meyers	Director, Executive Vice President	405 Howard Street Suite 500 San Francisco CA 94105

State of New York
Department of State } **ss:**

I hereby certify, that the Certificate of Incorporation of WSP FLACK + KURTZ, INC. was filed on 06/23/2000, under the name of FLACK + KURTZ, INC., with perpetual duration, and that a diligent examination has been made of the Corporate index for documents filed with this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is an existing corporation.

A Certificate of Amendment FLACK + KURTZ, INC., changing its name to FLACK + KURTZ INC., was filed 07/26/2000.

A Certificate of Amendment FLACK + KURTZ INC., changing its name to WSP FLACK + KURTZ, INC., was filed 07/17/2008.



*Witness my hand and the official seal
of the Department of State at the City
of Albany, this 22nd day of March
two thousand and eleven.*

Daniel Shapiro
First Deputy Secretary of State