

State of Idaho

Office of the Secretary of State

**CERTIFICATE OF AUTHORITY
OF
CDM FEDERAL PROGRAMS CORPORATION**

File Number C 140332

I PETE T. CENARRUSA, 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: August 17, 2001



Pete T. Cenarrusa
SECRETARY OF STATE

By *Sheri Daines*



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

17 AUG 17 AM 8:53
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: CDM Federal Programs Corporation
2. The name which it shall use in Idaho is: CDM Federal Programs Corporation
3. It is incorporated under the laws of: Massachusetts
4. Its date of incorporation is: July 2, 1986
5. The address of its principal office is: 13135 Lee Jackson Memorial Highway, Suite 200,
Fairfax, VA 22033
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: 300 N. 6th Street, Boise, ID 83702
_____, and its registered agent in Idaho at that address is: CT Corporation System
8. The names and respective business addresses of its directors and officers are:

Name	Office	Address
<u>see attached sheet for complete listing</u>		

Dated: August 7, 2001

Signature: David A. Martin

Typed Name: David A. Martin

Capacity: Vice President, Treasurer, & Clerk

Customer Acct # :

(if using pre-paid account)

Secretary of State use only

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Revised 01/2001

IDAHO SECRETARY OF STATE
08/17/2001 05:00
CK: 310214 CT: 150140 BH: 414035
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C 140332

CDM FEDERAL PROGRAMS CORPORATION

DIRECTORS (TERMS ARE AT-WILL)

NAME	BUSINESS ADDRESS	CITY/STATE/ZIP	POSITION
Christian S. Young	16007 Fontaine Avenue	Austin, TX 78734	Chairman of the Board
Jonathan G. Curtis	13135 Lee Jackson Hwy., Suite 200	Fairfax, VA 22033	Director, President, CEO
Robert J. Anton	One Cambridge Place at 50 Hampshire Street	Cambridge, MA 02139	Director
Thomas D. Furman, Jr.	One Cambridge Place at 50 Hampshire Street	Cambridge, MA 02139	Director
Michael C. Malloy	1331 17th Street, Suite 1050	Denver, CO 80202	Director

OFFICERS (TERMS EXPIRE APRIL 2002)

Jonathan G. Curtis	13135 Lee Jackson Hwy., Suite 200	Fairfax, VA 22033	President & CEO
Michael C. Malloy	1331 17th Street, Suite 1050	Denver, CO 80202	Senior Vice President
David A. Martin	13135 Lee Jackson Hwy., Suite 200	Fairfax, VA 22033	Vice President, Treas., Clerk
Robert J. Anton	One Cambridge Place at 50 Hampshire Street	Cambridge, MA 02139	Assistant Treasurer
Linda J. Brown	1331 17th Street, Suite 1050	Denver, CO 80202	Senior Vice President
David F. Doyle	One Cambridge Place at 50 Hampshire Street	Cambridge, MA 02139	Senior Vice President
Robert D. Goltz	125 Maiden Lane, 5th Floor	New York, NY 10038	Senior Vice President
Mary L. Atkinson	13135 Lee Jackson Hwy., Suite 200	Fairfax, VA 22033	Vice President
Louis J. Billello	8659 Baypine Road, Suite 200	Jacksonville, FL 32256	Vice President
Gary P. Clemons	2030 Powers Ferry Road, Suite 325	Atlanta, GA 30339	Vice President
Richard L. Culver	1331 17th Street, Suite 1050	Denver, CO 80202	Vice President
John P. D'Aniello	125 South Wacker Drive, Suite 600	Chicago, IL 60606	Vice President
Lawrence N. Davidson	3760 Convoey Street, Suite 210	San Diego, CA 92111	Vice President
Bruce L. Kimmel	800 Oak Ridge Turnpike, Suite B-200	Oak Ridge, TN 37830	Vice President
Jeanne Litwin	107-F Corporate Boulevard	South Plainfield, NJ 07080	Vice President
Michael T. Savage	18881 Von Karman Avenue, Suite 650	Irvine, CA 92612	Vice President
P. Michael Schwan	1111 Civic Drive, Suite 280	Walnut Creek, CA 94596	Vice President
Joseph J. Tarantino	325 Kentucky Avenue	Kevil, KY 42053	Vice President



William Francis Galvin
Secretary of the
Commonwealth

The Commonwealth of Massachusetts

Secretary of the Commonwealth

State House, Boston, Massachusetts 02133

Aug 17 AM 8:53
STATE OF IDAHO

August 6, 2001

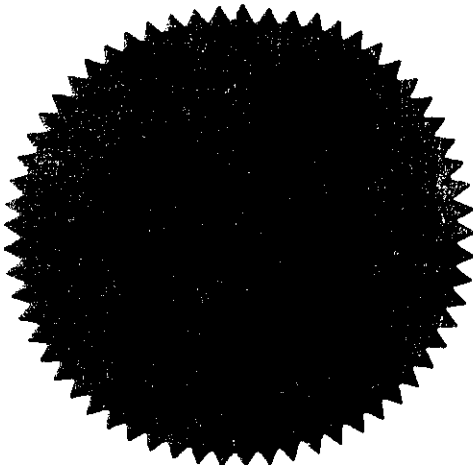
TO WHOM IT MAY CONCERN:

I hereby certify that according to the records of this office,

CDM FEDERAL PROGRAMS CORPORATION

is a domestic corporation organized on **July 2, 1986**, under the General Laws of the Commonwealth of Massachusetts.

I further certify that there are no proceedings presently pending under the Massachusetts General Laws Chapter 156B section 101 for said corporation's dissolution; that articles of dissolution have not been filed by said corporation; that, said corporation has filed all annual reports, and paid all fees with respect to such reports, and so far as appears of record said corporation has legal existence and is in good standing with this office.



In testimony of which,

I have hereunto affixed the

Great Seal of the Commonwealth

on the date first above written.

William Francis Galvin

Secretary of the Commonwealth

*MGL Chapter 156B Section 83A provides that certain consolidations and mergers may be filed with the division within thirty days after the effective date of the merger or consolidation.

