

State of Idaho

Department of State

CERTIFICATE OF AUTHORITY OF

KOLL CORPORATE SERVICES, INC.
File number C 115455

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of KOLL CORPORATE SERVICES, 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 KOLL CORPORATE SERVICES, INC. to transact business in this State under the name KOLL CORPORATE SERVICES, INC. and attach hereto a duplicate original of the Application for such Certificate.

Dated: June 21, 1996



Pete T. Cenarrusa
SECRETARY OF STATE

By *Anna Sikel*

APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

To the Secretary of State of Idaho

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

JUN 21 10 38 AM '96

1. The name of the corporation is KOLL CORPORATE SERVICES, 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 9/28/93 and its duration, if other than perpetual, is Perpetual
5. The address of its principal office in the state or country under the laws of which it is incorporated is
1209 ORANGE STREET, WILMINGTON, Delaware 19801
6. The address to which correspondence should be addressed, if different than item 5, is
5000 BIRCH STREET, NEWPORT BEACH, California 92660
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 purpose or purposes which it is proposed to pursue in the transaction of business in Idaho are:
The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized to do business under the laws of Idaho.
9. The names and respective addresses of its directors and officers are:

Name	Office	Address
See attached list of directors and officers		

10. The corporation accepts and shall comply with the Constitution and the laws of the State of Idaho.

Dated: 6-13-96

KOLL CORPORATE SERVICES, INC.

(Corporation name)

By

Devon A. Allen
Its President, Vice President, Secretary or Assistant Secretary

(please specify)

DEVON A. ALLEN

IDAHO SECRETARY OF STATE
Secretary of State personally
DATE 06/21/1996 0900 72333 CCAP
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CK #: 11901064 CUST# 15948

AUTH PRO

1@ 100.00= 100.00

CORP SUR 1@ 20.00= 20.00

EXPEDITE C 1@ 20.00= 20.00

#: C

Appendix to Idaho
Application for Certificate of Authority

**Directors and Officers of
KOLL CORPORATE SERVICES, INC.**

1. RICHARD S ABRAHAM, Director
10 SOUTH LA SALLE STE. 2600
CHICAGO, Illinois 60603
2. JOHN W. DAVIS, PRESIDENT and Director
THREE EMBARCADERO CENTER STE. 980
SAN FRANCISCO, California 94111
3. RONALD E. JACKSON, Director
4343 VON KARMAN AVENUE
NEWPORT BEACH, California 92660
4. LYNDA LANE, Director
4343 VON KARMAN AVENUE
NEWPORT BEACH, California 92660
5. EDWARD R. LYONS, CHIEF EXECUTIVE OFFICER and Director
6300 FOREST PARK RD. STE. 1139
DALLAS, Texas 75235
6. LYNDA S. MCMILLEN, CFO&TREASURER and Director
5000 BIRCH STREET
NEWPORT BEACH, California 92660
7. DEVON A. ALLEN, SECRETARY
4343 VON KARMAN AVENUE
NEWPORT BEACH, California 92660

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "KOLL CORPORATE SERVICES, 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 EIGHTEENTH DAY OF JUNE, A.D. 1996.

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.



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

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960176765

AUTHENTICATION:

DATE:

7990043

06-18-96