AECOM TECHNOLOGY CORP Form SC 13G/A February 17, 2009

UNITED STATES SECURITIES & EXCHANGE COMMISSION Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934 (Amendment No. 2)*

Aecom Technology Corporation

(Name of Issuer)

Common Stock, par value \$0.01 per share

(Title of Class of Securities)

00766T100

(CUSIP Number)

December 31, 2008

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- o Rule 13d-1(b)
- x Rule 13d-1(c)
- o Rule 13d-1(d)

*The remainder of this cover page shall be filled out for a reporting person s initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be filed for purposes of Section 18 of the Securities Exchange Act of 1934 (Act) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. 00766T100

(1)	Names of Reporting Persons GSO Special Situations Fund LP				
(2)	Check the Appropria	Check the Appropriate Box if a Member of a Group (See Instructions)			
	(a)	0			
	(b)	Х			
(3)	SEC Use Only				
(4)	Citizenship or Place State of Delaware	of Organization			
	(5)		Sole Voting Power -0-		
Number of					
Shares	(6)		Shared Voting Power		
Beneficially Owned by			-0-		
Each	(7)		Sole Dispositive Power		
Reporting	(7)		-0-		
Person With					
	(8)		Shared Dispositive Power -0-		
(9)	Aggregate Amount I -0-	Beneficially Owned by Each Re	eporting Person		
(10)	Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) o				
(11)	Percent of Class Represented by Amount in Row (9) 0%				
(12)	Type of Reporting P PN	Person (See Instructions)			

CUSIP No. 00766T100

(1)	Names of Reporting Persons GSO Special Situations Overseas Master Fund Ltd.				
(2)	Check the Appropria	Check the Appropriate Box if a Member of a Group (See Instructions)			
	(a)	0			
	(b)	Х			
(3)	SEC Use Only				
(4)	Citizenship or Place o Cayman Islands, Brit	-			
	(5)		Sole Voting Power		
			-0-		
Number of					
Shares Beneficially	(6)		Shared Voting Power		
Owned by			-0-		
Each	(7)		Sole Dispositive Power		
Reporting			-0-		
Person With					
	(8)		Shared Dispositive Power		
			-0-		
(9)	Aggregate Amount Beneficially Owned by Each Reporting Person -0-				
(10)	Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) o				
(11)	Percent of Class Represented by Amount in Row (9) 0%				
(12)	Type of Reporting Pe CO	erson (See Instructions)			

CUSIP No. 00766T100

(1)	Names of Reporting Persons GSO Special Situations Overseas Benefit Plan Fund Ltd.		
(2)	Check the Appropriate Box if a (a) (b)	a Member of a Group (See o x	Instructions)
(3)	SEC Use Only		
(4)	Citizenship or Place of Organization Cayman Islands, British West Indies		
	(5)		Sole Voting Power -0-
Number of Shares Beneficially Owned by	(6)		Shared Voting Power -0-
Each Reporting Person With	(7)		Sole Dispositive Power -0-
	(8)		Shared Dispositive Power -0-
(9)	Aggregate Amount Beneficially Owned by Each Reporting Person -0-		
(10)	Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) o		
(11)	Percent of Class Represented by Amount in Row (9) 0%		
(12)	Type of Reporting Person (See CO	e Instructions)	

CUSIP No. 00766T100

(1)	Names of Reporting Persons GSO Credit Opportunities Fund (Helios), L.P.			
(2)	Check the Appropriate Box if a Member of a Group (See Instructions)			
	(a)	0		
	(b)	Х		
(3)	SEC Use Only			
(4)	Citizenship or Place of Organization Cayman Islands, British West Indies			
	(5)		Sole Voting Power	
Number of			-0-	
Shares	(6)		Shared Voting Power	
Beneficially			-0-	
Owned by				
Each Reporting	(7)		Sole Dispositive Power	
Person With			-0-	
	(8)		Shared Dispositive Power -0-	
(9)	Aggregate Amount Beneficially Owned by Each Reporting Person -0-			
(10)	Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) o			
(11)	Percent of Class Represented by Amount in Row (9) 0%			
(12)	Type of Reporting Pe PN	erson (See Instructions)		

CUSIP No. 00766T100

(1)	Names of Reporting Persons GSO Capital Partners LP		
(2)	Check the Appropriat	te Box if a Member of a G	roup (See Instructions)
	(a)	0	
	(b)	Х	
(3)	SEC Use Only		
(4)	Citizenship or Place o State of Delaware	of Organization	
	(5)		Sole Voting Power -0-
Number of			
Shares	(6)		Shared Voting Power
Beneficially Owned by			-0-
Each	(7)		Sole Dispositive Power
Reporting	(7)		-0-
Person With			0
	(8)		Shared Dispositive Power -0-
(9)	Aggregate Amount Beneficially Owned by Each Reporting Person -0-		
(10)	Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) o		
(11)	Percent of Class Represented by Amount in Row (9) 0%		
(12)	Type of Reporting Per IA; PN	erson (See Instructions)	

CUSIP No. 00766T100

(1)	Names of Reporting Persons Bennett J. Goodman		
(2)	Check the Appropriate Box if	a Member of a Group (See	Instructions)
	(a)	0	
	(b)	Х	
(3)	SEC Use Only		
(4)	Citizenship or Place of Organi United States	ization	
	(5)		Sole Voting Power
Number of			-0-
Shares	(6)		Shared Voting Power
Beneficially	(0)		-0-
Owned by			0
Each	(7)		Sole Dispositive Power
Reporting			-0-
Person With			
	(8)		Shared Dispositive Power -0-
(9)	Aggregate Amount Beneficially Owned by Each Reporting Person -0-		
(10)	Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) o		
(11)	Percent of Class Represented 0%	by Amount in Row (9)	
(12)	Type of Reporting Person (See IN	e Instructions)	

CUSIP No. 00766T100

(1)	Names of Reporting Persons J. Albert Smith III		
(2)	Check the Appropriate Box if	a Member of a Group (See	Instructions)
	(a)	0	
	(b)	Х	
(3)	SEC Use Only		
(4)	Citizenship or Place of Organi United States	zation	
	(5)		Sole Voting Power -0-
Number of			-0-
Shares	(6)		Shared Voting Power
Beneficially			-0-
Owned by			
Each	(7)		Sole Dispositive Power
Reporting			-0-
Person With	(8)		Shared Dispositive Power
	(6)		-0-
(9)	Aggregate Amount Beneficial -0-	ly Owned by Each Reportin	g Person
(10)	Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) o		
(11)	Percent of Class Represented 0%	by Amount in Row (9)	
(12)	Type of Reporting Person (See IN	e Instructions)	

CUSIP No. 00766T100

(1)	Names of Reporting Persons Douglas I. Ostrover			
(2)	Check the Appropriate Box if	a Member of a Group (See	Instructions)	
	(a)	0		
	(b)	Х		
(3)	SEC Use Only			
(4)	Citizenship or Place of Organi United States	zation		
	(5)		Sole Voting Power	
Number of			-0-	
Shares	(6)		Shared Voting Power	
Beneficially			-0-	
Owned by				
Each	(7)		Sole Dispositive Power	
Reporting Person With			-0-	
	(8)		Shared Dispositive Power -0-	
(9)	Aggregate Amount Beneficially Owned by Each Reporting Person -0-			
(10)	Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) o			
(11)	Percent of Class Represented 1 0%	by Amount in Row (9)		
(12)	Type of Reporting Person (See IN	e Instructions)		

CUSIP No. 00766T100

(1)	Names of Reporting Persons GSO Advisor Holdings L.L.C.		
(2)	Check the Appropriate Box if	a Member of a Group (See	Instructions)
	(a)	0	
	(b)	Х	
(3)	SEC Use Only		
(4)	Citizenship or Place of Organi State of Delaware	ization	
	(5)		Sole Voting Power -0-
Number of			
Shares	(6)		Shared Voting Power
Beneficially			-0-
Owned by Each	(7)		Sala Dianagitiya Dawan
Reporting	(7)		Sole Dispositive Power -0-
Person With			-0-
	(8)		Shared Dispositive Power -0-
(9)	Aggregate Amount Beneficially Owned by Each Reporting Person -0-		
(10)	Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) o		
(11)	Percent of Class Represented by Amount in Row (9) 0%		
(12)	Type of Reporting Person (Se OO	e Instructions)	

CUSIP No. 00766T100

(1)	Names of Reporting Persons Blackstone Holdings I L.P.				
(2)	Check the Appropriate	Check the Appropriate Box if a Member of a Group (See Instructions)			
	(a)	0			
	(b)	Х			
(3)	SEC Use Only				
(4)	Citizenship or Place of Organization State of Delaware				
	(5)		Sole Voting Power -0-		
Number of					
Shares	(6)		Shared Voting Power		
Beneficially			-0-		
Owned by	-				
Each Reporting	(7)		Sole Dispositive Power		
Person With			-0-		
	(8)		Shared Dispositive Power -0-		
(9)	Aggregate Amount Beneficially Owned by Each Reporting Person -0-				
(10)	Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) o				
(11)	Percent of Class Represented by Amount in Row (9) 0%				
(12)	Type of Reporting Per PN	rson (See Instructions)			

CUSIP No. 00766T100

(1)		Names of Reporting Persons Blackstone Holdings I/II GP Inc.			
(2)	Check the Appropriat	Check the Appropriate Box if a Member of a Group (See Instructions)			
	(a)	0			
	(b)	Х			
(3)	SEC Use Only				
(4)	Citizenship or Place of State of Delaware	of Organization			
	(5)		Sole Voting Power		
			-0-		
Number of					
Shares	(6)		Shared Voting Power		
Beneficially			-0-		
Owned by					
Each	(7)		Sole Dispositive Power		
Reporting Person With			-0-		
Person with	(0)		Changed Diagonations Descent		
	(8)		Shared Dispositive Power -0-		
			-0-		
(9)	Aggregate Amount B -0-	Beneficially Owned by l	Each Reporting Person		
(10)	Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) o				
(11)	Percent of Class Represented by Amount in Row (9) 0%				
(12)	Type of Reporting Pe CO	erson (See Instructions)			

CUSIP No. 00766T100

(1)	Names of Reporting Persons The Blackstone Group L.P.			
(2)	Check the Appropriate Box if a Member of a Group (See Instructions)			
	(a)	0		
	(b)	Х		
(3)	SEC Use Only			
(4)	Citizenship or Place of Orga State of Delaware	nization		
	(5)		Sole Voting Power -0-	
Number of				
Shares	(6)		Shared Voting Power	
Beneficially Owned by			-0-	
Each	(7)		Sole Dispositive Power	
Reporting	(7)		-0-	
Person With			ů –	
	(8)		Shared Dispositive Power -0-	
(9)	Aggregate Amount Beneficially Owned by Each Reporting Person -0-			
(10)	Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) o			
(11)	Percent of Class Represented by Amount in Row (9) 0%			
(12)	Type of Reporting Person (S PN	ee Instructions)		

CUSIP No. 00766T100

(1)	Names of Reporting Persons Blackstone Group Managemer	nt L.L.C.	
(2)	Check the Appropriate Box if	a Member of a Group (See	Instructions)
	(a)	0	
	(b)	Х	
(3)	SEC Use Only		
(4)	Citizenship or Place of Organi State of Delaware	ization	
	(5)		Sole Voting Power
Number of			-0-
Shares	(6)		Shared Voting Power
Beneficially			-0-
Owned by			
Each	(7)		Sole Dispositive Power
Reporting Person With			-0-
reison with	(8)		Shared Dispositive Power
	(0)		-0-
(9)	Aggregate Amount Beneficial -0-	ly Owned by Each Reportin	g Person
(10)	Check Box if the Aggregate A	mount in Row (9) Excludes	Certain Shares (See Instructions) o
(11)	Percent of Class Represented 0%	by Amount in Row (9)	
(12)	Type of Reporting Person (Sec OO	e Instructions)	

CUSIP No. 00766T100

(1)	Names of Reporting Persons Stephen A. Schwarzman		
(2)	Check the Appropriate Box if	a Member of a Group (See	Instructions)
	(a)	0	
	(b)	Х	
(3)	SEC Use Only		
(4)	Citizenship or Place of Organi United States	zation	
	(5)		Sole Voting Power
			-0-
Number of			
Shares	(6)		Shared Voting Power
Beneficially Owned by			-0-
Each	(7)		Sole Dispositive Power
Reporting	(T)		-0-
Person With			
	(8)		Shared Dispositive Power
			-0-
(9)	Aggregate Amount Beneficial	ly Owned by Each Reportin	g Person
(10)	Check Box if the Aggregate A	mount in Row (9) Excludes	Certain Shares (See Instructions) o
(11)	Percent of Class Represented b 0%	by Amount in Row (9)	
(12)	Type of Reporting Person (See IN	e Instructions)	

CUSIP No. 00766T100

(1)	Names of Reporting Persons Peter G. Peterson		
(2)	Check the Appropriate Box if	a Member of a Group (See	Instructions)
	(a)	0	
	(b)	Х	
(3)	SEC Use Only		
(4)	Citizenship or Place of Organ United States	ization	
	(5)		Sole Voting Power
			-0-
Number of			
Shares	(6)		Shared Voting Power
Beneficially Owned by			-0-
Each	(7)		Sole Dispositive Power
Reporting	()		-0-
Person With			
	(8)		Shared Dispositive Power
			-0-
(9)	Aggregate Amount Beneficial -0-	lly Owned by Each Reportin	g Person
(10)	Check Box if the Aggregate A	Amount in Row (9) Excludes	s Certain Shares (See Instructions) o
(11)	Percent of Class Represented 0%	by Amount in Row (9)	
(12)	Type of Reporting Person (Se IN	e Instructions)	

CUSIP No. 00766T100

Item 1.

	(a)	Name of Issuer: Aecom Technology Corporation (the Company)
	(b)	Address of Issuer s Principal Executive Offices: 555 South Flower Street, Suite 3700
		Los Angeles, California 90071
Item 2. Item 2(a).		Name of Person Filing
Item 2(b).		Address of Principal Business Office
Item 2(c).		Citizenship GSO SPECIAL SITUATIONS FUND LP
		c/o GSO Capital Partners LP
		280 Park Avenue, 11th Floor
		New York, NY 10017
		Citizenship: State of Delaware
		GSO SPECIAL SITUATIONS OVERSEAS FUND LTD.
		c/o GSO Capital Partners LP
		280 Park Avenue, 11th Floor
		New York, NY 10017
		Citizenship: Cayman Islands, British West Indies
		GSO SPECIAL SITUATIONS OVERSEAS BENEFIT PLAN FUND LTD.
		c/o GSO Capital Partners LP
		280 Park Avenue, 11th Floor
		New York, NY 10017
		Citizenship: Cayman Islands, British West Indies

GSO CREDIT OPPORTUNITIES FUND (HELIOS), L.P.

c/o GSO Capital Partners LP

280 Park Avenue, 11th Floor

New York, NY 10017

Citizenship: Cayman Islands, British West Indies

CUSIP No. 00766T100

GSO CAPITAL PARTNERS LP

c/o GSO Capital Partners LP

280 Park Avenue, 11th Floor

New York, NY 10017

Citizenship: State of Delaware

BENNETT J. GOODMAN

c/o GSO Capital Partners LP

280 Park Avenue, 11th Floor

New York, NY 10017

Citizenship: United States

J. ALBERT SMITH III

c/o GSO Capital Partners LP

280 Park Avenue, 11th Floor

New York, NY 10017

Citizenship: United States

DOUGLAS I. OSTROVER

c/o GSO Capital Partners LP

280 Park Avenue, 11th Floor

New York, NY 10017

Citizenship: United States

GSO ADVISOR HOLDINGS. L.L.C.

c/o The Blackstone Group

345 Park Avenue

New York, NY 10154

Citizenship: State of Delaware

BLACKSTONE HOLDINGS I L.P.

c/o The Blackstone Group

345 Park Avenue

New York, NY 10154

Citizenship: State of Delaware

BLACKSTONE HOLDINGS I/II GP INC.

c/o The Blackstone Group

345 Park Avenue

New York, NY 10154

Citizenship: State of Delaware

THE BLACKSTONE GROUP L.P.

c/o The Blackstone Group

345 Park Avenue

New York, NY 10154

Citizenship: State of Delaware

CUSIP No. 00766T100

BLACKSTONE GROUP MANAGEMENT L.L.C.

c/o The Blackstone Group

345 Park Avenue

New York, NY 10154

Citizenship: State of Delaware

STEPHEN A. SCHWARZMAN

c/o The Blackstone Group

345 Park Avenue

New York, NY 10154

Citizenship: United States

PETER G. PETERSON

c/o The Blackstone Group

345 Park Avenue

New York, NY 10154

Citizenship: United States

The foregoing persons are hereinafter sometimes collectively referred to as the Reporting Persons. Any disclosures herein with respect to persons other than the Reporting Persons are made on information and belief after making inquiry to the appropriate party.

Stephen A. Schwarzman and Peter G. Peterson were controlling shareholders of Blackstone Group Management L.L.C. and in that capacity, directed its operations. Blackstone Group L.P. was the controlling shareholder of Blackstone Holdings I/II GP Inc., and in that capacity, directed its operations. Blackstone Holdings I/II GP Inc. was the general partner of Blackstone Holdings I L.P., and in that capacity, directed its operations. Blackstone Holdings I/II GP Inc. was the general partner of Blackstone Holdings I L.P., and in that capacity, directed its operations. Blackstone Holdings I/II GP Inc. was the general partner of Blackstone Holdings I L.P., and in that capacity, directed its operations. Blackstone Holdings I L.P. was the sole member of GSO Advisor Holdings L.L.C., and in that capacity, directed its operations. GSO Advisor Holdings L.L.C. was the general partner of GSO Capital Partners LP, and in that capacity directed its operations. GSO Capital Partners LP was the investment manager of each of GSO Special Situations Fund LP, GSO Special Situations Overseas Master Fund Ltd., GSO Special Situations Overseas Benefit Plan Fund Ltd. and GSO Credit Opportunities Fund (Helios), L.P., and in that respect held discretionary investment authority for each of them. In addition, each of Bennett J. Goodman, J. Albert Smith III and Douglas I. Ostrover may have had shared voting and dispositive power with respect to previously reported shares of Common Stock (as defined below). **Item 2(d).**

Title of Class of Securities: Common Stock, \$0.01 par value per share (the Common Stock) CUSIP Number: 00766T100

Item 2(e).

CUSIP No. 00766T100

Item 3. If this	statement is filed pu	rsuant to Rules 13d-1(b) or 13d-2(b)	or (c), check whether the person filing is a:
(a)	0	Broker or dealer	registered under Section 15 of the Act,
(b)	0	Bank as defined	in Section 3(a)(6) of the Act,
(c)	0	Insurance Compa	any as defined in Section 3(a)(19) of the Act,
(d)	0	Investment Com 1940,	pany registered under Section 8 of the Investment Company Act of
(e)	0	Investment Advi	ser in accordance with Rule 13d-1(b)(1)(ii)(E),
(f)	0	Employee Benef	it Plan or Endowment Fund in accordance with 13d-1 (b)(1)(ii)(F),
(g)	0	Parent Holding C (b)(1)(ii)(G),	Company or control person in accordance with Rule 13d-1
(h)	0	Savings Associat	tion as defined in Section 3(b) of the Federal Deposit Insurance Act,
(i)	0	Church Plan that	is excluded from the definition of an investment company under
		Section 3(c)(14)	of the Investment Company Act of 1940,
(j)	0	Group, in accord	ance with Rule 13d-1(b)(1)(ii)(J).
Item 4.	Ownership.		
	(a)	Amount beneficially owned:	
	(b)	As of the date of this filing, none o Stock of the Company. Percent of class:	f the Reporting Persons beneficially own any shares of Common
		0%	
	(c)	Number of shares as to which such	person has
	(0)	Number of shares as to which such	person has.
		(i)	Sole power to vote or to direct the vote
			0
		(ii)	Shared power to vote or to direct the vote
			0
		20	

CUSIP No. 00766T1	00		
	(iii))	Sole power to dispose or to direct the disposition of
	(iv)		0 Shared power to dispose or to direct the disposition of
			0
Item 5.	· · · · · ·	rting Person	s beneficially owns any shares of Common Stock of the Company and ect to the shares of Common Stock of the Company: x
Item 6.	Ownership of More than Five Percent Not Applicable.	it on Behalf	of Another Person.
Item 7.	Identification and Classification of the Holding Company. Not Applicable.	ie Subsidiar	y Which Acquired the Security Being Reported on By the Parent
Item 8.	Identification and Classification of Me See Item 2(a), 2(b), 2(c).	lembers of t	the Group.
Item 9.	Notice of Dissolution of Group. Not Applicable.		
Item 10.	Certification. Each of the Reporting Persons hereby m	nakes the fo	llowing certification:
	and are not held for the purpose of or wi	ith the effec	nowledge and belief, the securities referred to above were not acquired to of changing or influencing the control of the issuer of the securities on with or as a participant in any transaction having that purpose or

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effect.

CUSIP No. 00766T100

SIGNATURES

After reasonable inquiry and to the best of our knowledge and belief, the undersigned certify that the information set forth in this statement is true, complete and correct.

Dated: February 17, 2009

GSO SPECIAL SITUATIONS FUND LP		GSO SPECIAL SITUATIONS OVERSEAS FUND LP	
By:	GSO Capital Partners LP its Investment Manager	By:	GSO Capital Partners LP its Investment Manager
By: Name:	/s/ George Fan George Fan	By:	/s/ George Fan
Title:	Chief Legal Officer/Chief Compliance Officer	Name: Title:	George Fan Chief Legal Officer/Chief Compliance Officer
GSO SPECIAL SITUATIONS OVERSEAS BENEFIT PLAN FUND LTD.		GSO CREDIT OPPORTUNITIES FUND (HELIOS), L.P.	
By:	GSO Capital Partners LP its Investment Manager	By:	GSO Capital Partners LP its Investment Manager
By:	/s/ George Fan	By:	/s/ George Fan
Name: Title:	George Fan Chief Legal Officer/Chief Compliance Officer	Name: Title:	George Fan Chief Legal Officer/Chief Compliance Officer
GSO CAPITAL PARTNERS LP		GSO ADVISOR HOLDINGS I L.P.	
By:	/s/ George Fan	By:	/s/ Robert L Friedman
Name: Title:	George Fan Chief Legal Officer/Chief Compliance Officer	Name: Title:	Robert L. Friedman Authorized Person

CUSIP No. 00766T100

BLACKSTONE HOLDINGS I/II GP INC.		BLACKSTONE GROUP MANAGEMENT L.L.C.		
By:	/s/ Robert L. Friedman	By:	/s/ Robert L. Friedman	
Name: Title:	Robert L. Friedman Authorized Person	Name: Title:	Robert L. Friedman Authorized Person	
THE BLACKSTONE	GROUP L.P.	BLACKSTONE HOLD	DINGS I L.P.	
By:	/s/ Robert L. Friedman	By:	/s/ Robert L. Friedman	
Name: Title:	Robert L. Friedman Authorized Person	Name: Title:	Robert L. Friedman Attorney-in-Fact	
/s/ Stephen A. Schwarz	man	/s/ Peter G. Peterson		
STEPHEN A. SCHWARZMAN		PETER G. PETERSON		
STEPHEN A. SCHWA	RZMAN	PETER G. PETERSON	ſ	
STEPHEN A. SCHWA BENNETT J. GOODM		PETER G. PETERSON J. ALBERT SMITH III		
BENNETT J. GOODN	IAN	J. ALBERT SMITH III		
BENNETT J. GOODM By: Name:	IAN /s/ George Fan George Fan Attorney-in-Fact	J. ALBERT SMITH III By: Name:	/s/ George Fan George Fan	
BENNETT J. GOODM By: Name: Title:	IAN /s/ George Fan George Fan Attorney-in-Fact	J. ALBERT SMITH III By: Name:	/s/ George Fan George Fan	