

5/21/2020

Division of Corporations

H20000151941 3

Florida Department of State

Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H20000151941 3)))



H200001519413ABCX

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page.
Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850)617-6380

From:

Account Name : CORPORATION SERVICE COMPANY
Account Number : I20000000195
Phone : (850)521-0821
Fax Number : (850)558-1515

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: _____

**COR AMND/RESTATE/CORRECT OR O/D RESIGN
SAFENET, INC.**

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$35.00

10:01 AM 5/21/2020

2020 MAY 21 AM 8:20
RECEIVED
TALLAHASSEE, FLORIDA

Electronic Filing Menu

Corporate Filing Menu

Help

MAY 22 2020

H20000151941 3

H20000151941 3

COVER LETTER

TO: Amendment Section Division of Corporations

SUBJECT: **Safenet, Inc.**

Name of Corporation

DOCUMENT NUMBER: _____

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Miroslava Mircheva

Name of Contact Person

Thales USA, Inc.

Firm/Company

2733 South Crystal Dr. Suite 1200

Address

Arlington, VA, 22202

City/State and Zip Code

Miroslava.MIRCHEVA@us.thalesgroup.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call.

Miroslava Mirchevaat (**703**) **838-5655**

Name of Contact Person

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:

☐ \$35 Filing Fee☐ \$43.75 Filing Fee &
Certificate of Status☐ \$43.75 Filing Fee &
Certified Copy☐ \$52.50 Filing Fee,
Certificate of Status &
Certified Copy**Mailing Address:**Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314**Street Address:**Amendment Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

H20000151941 3

H20000151941 3

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO APPLICATION FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

(Document number of corporation (if known))

1. **Safenet, Inc.**

(Name of corporation as it appears on the records of the Department of State)

2. **Delaware**

(Incorporated under laws of)

3. **08/17/2017**

(Date authorized to do business in Florida)

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? **December 31, 2019**

5. **Thales DIS CPL USA, Inc.**

(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

6. If the amendment changes the period of duration, indicate new period of duration.

(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

(New jurisdiction)

8. If the amendment changes the jurisdiction of organization, indicate new jurisdiction.

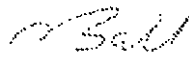
9. If the amendment changes person, title or capacity in accordance with 607.1504 (4), indicate that change.

RECEIVED
MAY 21 AM 8:28
TALLAHASSEE, FLORIDA

H20000151941 3

<u>Title/Capacity</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
_____	_____	_____	☐ Add
_____	_____	_____	☐ Remove
_____	_____	_____	☐ Add
_____	_____	_____	☐ Remove
_____	_____	_____	☐ Add
_____	_____	_____	☐ Remove
_____	_____	_____	☐ Add
_____	_____	_____	☐ Remove
_____	_____	_____	☐ Add
_____	_____	_____	☐ Remove

10. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.



(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Alan Ball

(Typed or printed name of person signing)

Treasurer

(Title of person signing)

FILING FEE \$35.00

2020 MAY 21 AM 8:26
FALLAHABAD, EGYPT

H20000151941 3

H20000151941 3

Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"THALES ESECURITY, INC.", A DELAWARE CORPORATION,
WITH AND INTO "SAFENET, INC." UNDER THE NAME OF "THALES DIS
CPL USA, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE
LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS
OFFICE ON THE THIRTIETH DAY OF DECEMBER, A.D. 2019, AT 9:47
O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF
THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTY-FIRST DAY OF
DECEMBER, A.D. 2019.



A handwritten signature in black ink, appearing to read "JBullock", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed in a small font.

2177038 8100M
SR# 20203734697

You may verify this certificate online at corp.delaware.gov/authver.shtml

Authentication: 202912904
Date: 05-11-20

H20000151941 3

H20000151941 3

State of Delaware
Secretary of State
Division of Corporations
Delivered 09:47 PM 12/30/2019
FILED 09:47 PM 12/30/2019
SR 20198931960 - File Number 2177638

**CERTIFICATE OF MERGER
MERGING
THALES ESECURITY, INC.
A DELAWARE CORPORATION
WITH AND INTO
SAFENET, INC.
A DELAWARE CORPORATION**

Pursuant to Section 251 of the General Corporation Law of the State of Delaware,

Safenet, Inc., a Delaware corporation (the "Company"), does hereby certify as follows:

FIRST: The name and domicile of each of the constituent entities in the merger are:
(a) Safenet, Inc., a Delaware corporation; and
(b) Thales eSecurity, Inc., a Delaware corporation ("the Disappearing Corporation").

SECOND: An Agreement and Plan of Merger, dated as of December 20, 2019 by and between the Company and the Disappearing Corporation (the "Merger Agreement"), setting forth the terms and conditions of the merger of the Disappearing Corporation with and into the Company (the "Merger"), has been approved, adopted, certified, executed and acknowledged by each of the constituent entities, pursuant to subsection (c) of Section 251 of the General Corporation Law of the State of Delaware.

THIRD: The name of the surviving corporation of the Merger (the "Surviving Corporation") is changed to Thales DIS CPL USA, Inc..

FOURTH: The Certificate of Incorporation of the Company, as it exists immediately prior to the time of effectiveness of this Certificate of Merger, and as is duly filed with the Secretary of State of the State of Delaware, shall be the Certificate of Incorporation of the Surviving Corporation and thereafter may be amended in accordance with its terms and as provided by law.

FIFTH: The executed Merger Agreement is on file at the principal place of business of the Surviving Corporation, which is located at 4690 Millennium Dr., Belcamp, MD 21017.

SIXTH: A copy of the Merger Agreement shall be furnished by the Surviving Corporation, on request and without cost, to any stockholder of the Disappearing Corporation or the Company.

SEVENTH: The authorized capital stock of the Disappearing Corporation immediately prior to the time this Certificate of Merger is duly filed with the Secretary of State of the State of Delaware is 100 shares, all of which is designated as common stock with par value of \$.01 (USD) per share. At the Effective Time, by virtue of the Merger and without any action by the Disappearing

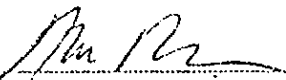
H20000151941 3

Corporation or Safenet, Inc., the capital stock of the Disappearing Corporation shall be cancelled and no consideration shall be delivered in exchange therefor or issued in respect thereof.

EIGHTH: That this Certificate of Merger shall be effective as of December 31, 2019.

IN WITNESS WHEREOF, the Company has caused this Certificate of Merger to be executed in its corporate name as of December 20, 2019.

Safenet, Inc.
a Delaware corporation

By: 
Name: Alan Pellegrini
Title: Authorized officer