



ACCOUNT NO. : 072100000032

REFERENCE : 713855 3558K

AUTHORIZATION : *Patricia Pujant*

COST LIMIT : \$ 122.50

ORDER DATE : October 20, 1995

ORDER TIME : 1:47 PM

ORDER NO. : 713855

CUSTOMER NO: 3558K

CUSTOMER: Kaye T. Walsh, Legal Asst
Gibson Dunn & Crutcher
Suite 19
1228 N Street
Sacramento, CA 95814

100001616641

10-20

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 OCT 20 AM 11:25

FOREIGN FILINGS

NAME: ALPHAREL, INC.

XX PROFIT
NON-PROFIT

XX CORPORATE
LIMITED PARTNERSHIP

XX QUALIFICATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Carina L. Dunlap

RECEIVED
95 OCT 20 PM 3:13
DIVISION OF CORPORATION

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

**IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE
STATE OF FLORIDA:**

1. ALPHABEL, INC.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. CALIFORNIA 3. 95-3634089
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 2/13/81 5. PERPETUAL
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. July, 1995
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.155, F.S.)

7. 9339 Carroll Park Drive
San Diego, CA 92121
(Current mailing address)

8. Technical Document Management System Supplier
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida, 32301
(Zip Code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Gail Shealy, as agent
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

FILED
SECRETARY OF
DIVISION OF
CORPORATIONS
95 OCT 20 AM 11:25

12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: Robert T. Bruce

Address: 9339 Carroll Park Drive
San Diego, CA 92121

Vice Chairman: Stephen P. Gardner

Address: 9339 Carroll Park Drive
San Diego, CA 92121

Director: Dominic K. Chan

Address: 304 Concord Road
Billerica, MA 01821

Director: D. Ross Hamilton

Address: 130 East End Avenue
New York, NY 10028

B. OFFICERS

President: Stephen P. Gardner

Address: 9339 Carroll Park Drive
San Diego, CA 92121

Vice President: Roger H. Erickson

Address: 9339 Carroll Park Drive
San Diego, CA 92121

Secretary: John W. Low

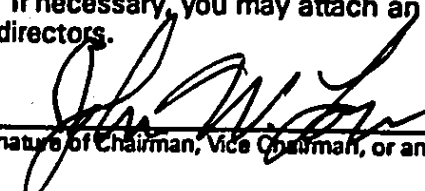
Address: 9339 Carroll Park Drive
San Diego, CA 92121

Treasurer: John W. Low

Address: 9339 Carroll Park Drive
San Diego, CA 92121

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13.


(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14.

John W. Low, Chief Financial Officer/Secretary
(Typed or printed name and capacity of person signing application)

State of California

SECRETARY OF STATE

CERTIFICATE OF STATUS DOMESTIC CORPORATION

I, **BILL JONES**, Secretary of State of the State of California, hereby certify:

That on the 13th day of February, 19 81

ALPHAREL, INC.

became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

IN WITNESS WHEREOF, I execute this
certificate and affix the Great Seal
of the State of California this
19th day of October 1995



Bill Jones
BILL JONES
Secretary of State

CONTACT:

OFFICE USE ONLY (Document #)

F95000005129

UCC FILING & SEARCH SERVICES, INC.

(Requestor's Name)

526 EAST PARK AVENUE

(Address)

TALLAHASSEE FL 32301

(City, State, Zip)

(904) 691-6528

(Phone #)

600001994376--4

-11/01/96--01092--005

*****35.00 *****35.00

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1 Alpharel Inc. to Altris Software Inc.

(Corporation Name)

(Document #)

2 _____
(Corporation Name)

(Document #)

3 _____
(Corporation Name)

(Document #)

4 _____
(Corporation Name)

(Document #)

☒ Walk In
☐ Mail Out
☐ Will Wait
☐ Photocopy

☐ Pick Up Time

NEED TODAY

Name Change 11/4/96 DC

☐ Certified Copy

☐ Certificate of Status

☐ Certificate of Good Standing

☐ ARTICLES ONLY

☐ ALL CHARTER DOCUMENTS

☐ Certificate of FICTITIOUS NAME

☐ FICTITIOUS NAME SEARCH

☐ CORP SEARCH

NEW FILINGS	
☐	Profit
☐	NonProfit
☐	Limited Liability
☐	Domestication
☐	Other

AMENDMENTS	
☒	Amendment
☐	Resignation of R A, Officer/Director
☐	Change of Registered Agent
☐	Dissolution/Withdrawal
☐	Merger

OTHER FILINGS	
☐	Annual Report
☐	Fictitious Name
☐	Name Reservation

REGISTRATION/QUALIFICATION	
☐	Foreign
☐	Limited Partnership
☐	Reinstatement
☐	Trademark
☐	Other

**HOLD FOR
PICKUP BY
UCC SERVICES**

Examiner's Initials

RECEIVED
96 NOV - 1 PM 1:00
DIVISION OF CORPORATION

96 NOV - 1 PM 1:03
SECRETARY OF STATE
TALLAHASSEE, FL 32304

FILED

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)

1. Alpharel, Inc.
Name of corporation as it appears on the records of the Department of State.

2. California 3. October 20, 1995
Incorporated under laws of 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? October 25, 1996

5. Altris Software, 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.

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

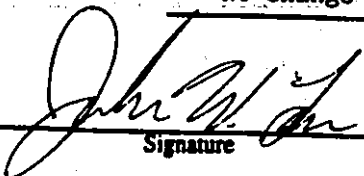
No change

New Duration

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

No change

New Jurisdiction


Signature

October 25, 1996
Date

John W. Low
Typed or printed name

Secretary/CFO
Title

FILED
96 NOV - 1 PM 4:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



SECRETARY OF STATE

I, BILL JONES, Secretary of State of the State of California, hereby certify:

That on the 25th *day of* October, 19 96,

there was filed in this office a(n) CERTIFICATE OF AMENDMENT

whereby Article I *of the Articles of Incorporation of*
ALPHAREL, INC.

a California corporation, was amended to set forth a change of corporate name to
ALTRIS SOFTWARE, INC.



*IN WITNESS WHEREOF, I execute
this certificate and affix the Great
Seal of the State of California this
31st day of October, 1996.*

Bill Jones
Secretary of State