F95000005141

CSC networks
PRENTICE HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 713855 3558K

AUTHORIZATION : Patricia Pizzuto

COST LIMIT : $ 122.50

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

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
P 10-20

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DIVISION OF CORPORATION

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

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

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

1. ALPHAREL, 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
(State or country under the law of which it is incorporated)

3. 95-3634089
(FEI number, if applicable)

4. 2/13/81
(Date of incorporation)

5. PERPETUAL
(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)

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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 Speeler, 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.

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 Eat 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. John W. Low

(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

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DIVISION OF CORPORATIONS
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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

SEC/STATE FORM CE-112 (REV. 1-95)

95 28034

ch

CONTACT:

OFFICE USE ONLY (Document #) F95000005129

UCC FILING & SEARCH SERVICES, INC.
(Requestor's Name)

526 EAST PARK AVENUE
(Address)

TALLAHASSEE FL 32301 (904) 681-6528
(City, State, Zip) (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 #)

NEED TODAY

4
(Corporation Name) (Document #)

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

- [X] Walk In
- [ ] Pick Up Time
- [ ] Mail Out
- [ ] Will Wait
- [ ] Photocopy

Name Change 11/4/96 DC

- [ ] Certified Copy
- [ ] Certificate of Status
- [ ] Certificate of Good Standing
- [ ] ARTICLES ONLY
- [ ] ALL CHARTER DOCS
- [ ] Certificate of FICTITIOUS NAME
- [ ] FICTITIOUS NAME SEARCH
- [ ] CORP SEARCH

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

	NEW FILINGS
	Profit
	NonProfit
	Limited Liability
	Domestication
	Other

	AMENDMENTS
X	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

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
Incorporated under laws of

3. October 20, 1995
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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Signature

October 25, 1996
Date

John .. Low
Typed or printed name

Secretary/CFO
Title

State of California

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