

Document Number Only

F96000003216

CT CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

Novasoft Systems, Inc.

900001879179
-06/28/96--01039--022

*****70.00 *****70.00

900001879179

-06/28/96--01039--023

***1200.00 ***1200.00

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DIVISION OF CORPORATIONS
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☒ Profit

☐ NonProfit

☐ Limited Liability Co.

☒ Foreign

☐ Amendment

☐ Dissolution/Withdrawal

☐ Annual Report

☐ Reservation

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6-25

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
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. NOVASOFT Systems, 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. Delaware

(State or country under the law of which it is incorporated)

3. 04-2987812

(FEI number, if applicable)

4. October 21, 1987

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. December 31, 1995

(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.156, F.S.))

7. 8 New England Executive Park, Burlington, Massachusetts 01803

(Current mailing address)

8. See attached purpose clause

(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: C T Corporation System

Office Address: c/o C T Corporation System, 1200 South Pine
Island Road

Plantation, Florida, 33324

(Zip Code)

10. Registered agent 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 obligation of my position as registered agent.

C T Corporation System

Charles W. Meyer

(Registered agent's signature) (Officer)

CHARLES W. MEYER
SPECIAL ASST. SECRETARY

(Type Name and Title of Officer)

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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: see attached list of directors

Address: _____

Vice Chairman: see attached list of directors

Address: _____

Director: see attached list of directors

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: see attached list of officers

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. Sureyya M. Ciliz
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Sureyya M. Ciliz
(Typed or printed name and capacity of person signing application)

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Appendix to Florida
Application by Fgn. Corp. for Authorization to Transact Business in Florida

**Purpose Clause of
NOVASOFT Systems, Inc.**

The purpose of the corporation is to engage in sales, the support of sales offices and in any lawful act or activity for which the corporations may be organized to do business under the [laws of qualification jurisdiction].

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NOVASOFT BOARD OF DIRECTORS AND OFFICERS

Board of Directors

Brian Jacobs
Chairman of Compensation
VP, St. Paul Venture Capital, Inc.
Normandale Lake Office Park, Suite 1940
8500 Normandale Lake Boulevard
Bloomington, MN 55437-3831

Jess Marzak
Bank America Venture Capital Group
950 Tower Lane, Suite 700
Foster City, CA 94404

Paul Palmer
36 Juniper Road
Weston, MA 02194

Tom Smith
VP & Principal, Edison Venture Fund
555 13th St. NW, Suite 900 East
Washington, DC 20004

Joe Stavenhagen
Claflin Capital Management, Inc.
77 Franklin Street
Boston, MA 02110

Dean Goodermote
PSDI
20 University Road
Cambridge, MA 02138

Officers and Board of Directors

Sureyya Ciliv
10 Rogers Street, #306
Cambridge, MA 02142
[Chairman of the Board]

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Bruce Cohen
163 Plymouth Road
Newton, MA 02161-1033
[President and CEO]

Robin C. Hillyard
215 Concord Road
Bedford, MA 01730
[Chief Technical Officer]

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State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "NOVASOFT SYSTEMS, 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 TWENTIETH 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.

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Edward J. Freel, Secretary of State

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AUTHENTICATION:

DATE:

7995068

06-20-96