

CT CORPORATION SYSTEM

F01000001501

CORPORATION(S) NAME

Lawson Software, Inc.

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7000003888217--3

-03/20/01--01084--005

\*\*\*\*\*70.00 \*\*\*\*\*70.00

01 MAR 20 PM 5:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

☒ Profit ☐ Amendment ☐ Merger  
☐ Nonprofit ☐ Dissolution/Withdrawal ☐ Mark  
☒ Foreign ☐ Reinstatement  
☐ Limited Partnership ☐ Annual Report ☐ Other  
☐ LLC ☐ Name Registration ☐ Change of RA  
☐ Fictitious Name ☐ UCC  
☐ Certified Copy ☐ Photocopies ☐ CUS

☐ Call When Ready ☐ Call If Problem ☐ After 4:30  
☒ Walk In ☐ Will Wait ☒ Pick Up  
☐ Mail Out

Name \_\_\_\_\_  
Availability \_\_\_\_\_  
Document \_\_\_\_\_  
Examiner \_\_\_\_\_  
Updater \_\_\_\_\_  
Verifier \_\_\_\_\_  
W.P. Verifier \_\_\_\_\_

3/20/01

Order#: 3741312

Ref#: \_\_\_\_\_

Amount: \$ \_\_\_\_\_

01 MAR 20 PM 12:33  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

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h/c  
3/21

660 East Jefferson Street  
Tallahassee, FL 32301  
Tel. 850 222 1092  
Fax 850 222 7615

A CCH LEGAL INFORMATION SERVICES COMPANY

**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

FILED  
MAR 20 PM 3:58  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1. Lawson Software, 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 3. 41-1251159  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 02/15/2001 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon Qualification  
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")  
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 380 St Peter Street, Saint Paul, MN 55102  
(Principal office address)
- same  
(Current mailing address)

- The purpose of the corporation, is to engage in any lawful act or activity for which corporations may be organized to do
8. business under the laws of qualification jurisdiction  
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. **Name and street address of Florida registered agent:** (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida 33324  
(City) (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.*

By: [Signature] J. C. Miles - Asst. Secy.  
CT Corporation System  
(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 business addresses of officers and/or directors: *See statement attached*

**A. DIRECTORS**

Chairman: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

**B. OFFICERS**

President: \_\_\_\_\_

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. *By [Signature] 3/8/01*  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. *Bruce McPheeters Secretary*  
(Typed or printed name and capacity of person signing application)

A Statement Attached To And Made Part  
of the Application for Certificate of Authority  
of a Foreign Corporation to Transact Business  
in the State of Florida

**LAWSON SOFTWARE, INC.**  
**41-1251159**

FILED  
01 APR 20 PM 3:53  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

**OFFICERS**

	<b>Title</b>	<b>Business Address</b>
Jay Coughlan	President and CEO	380 St. Peter Street, St. Paul, MN 55102
Robert Barbieri	CFO and Exec. VP of Finance	380 St. Peter Street, St. Paul, MN 55102
Eric Morgan	Exec. VP of Strategic Mkt Development	380 St. Peter Street, St. Paul, MN 55102
James DeSocio	Exec. VP of World-Wide Field Operations	380 St. Peter Street, St. Paul, MN 55102
Dean Hager	Exec. VP of Global Products Division	380 St. Peter Street, St. Paul, MN 55102
Bruce McPheeters	VP, Secretary and General Counsel	380 St. Peter Street, St. Paul, MN 55102
Mike Bevilacqua	VP, Treasurer	380 St. Peter Street, St. Paul, MN 55102

**BOARD OF DIRECTORS**

H. Richard Lawson	Board Chairman	380 St. Peter Street, St. Paul, MN 55102
William Lawson	Director	380 St. Peter Street, St. Paul, MN 55102
John J. Cerullo	Director	380 St. Peter Street, St. Paul, MN 55102
William G. Weinhofer	Director	380 St. Peter Street, St. Paul, MN 55102
Geoffrey A. Moore	Director	380 St. Peter Street, St. Paul, MN 55102
Jay Coughlan	Director	380 St. Peter Street, St. Paul, MN 55102

**As of:** **03/14/2001**

*State of Delaware*  
*Office of the Secretary of State*

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I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "LAWSON SOFTWARE, 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 SECOND DAY OF MARCH, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

FILED  
01 MAR 20 PM 3:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 1001668

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DATE: 03-02-01