TO: Registration Section Division of Corporations

SUBJECT: LAWSON SOFTW	ARE USA, INC.	•									
	(Name of corporation - must include suffix)										
Dear Sir or Madam:	·	1/93									
The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.											
Please return all correspondence concerning this matter to the following:											
LAWANDA SMITH	200004791	4021									
	(Name of Per -01/23/0201 *****70.00	U45UU3 ===== *****70.00									
THE FRICK COMPANY		·— .									
(Firm/Company)											
P.O. BOX 66930		-									
	(Address)										
ST. LOUIS, MISSOURI	63166-6930										
(City/State and Zip code)											
	*										
For further information concerning	02 JA SECRE TALLAH										
LAWANDA SMITH	at (314) 997-2100 EXT. 2761	NS. F									
(Name of Person)	FILED 123 PM 4: 48 ARY OF STATE ASSEE, FLORID,										
STREET ADDRESS:	MAILING ADDRESS:	ATE S									
Registration Section	Registration Section	∑ ⊗									
Division of Corporations 409 E. Gaines St.	Division of Corporations										
Tallahassee, FL 32399	P.O. Box 6327 Tallahassee, FL 32314										
Enclosed is a check for the follow	ing amount:										
X \$70.00 Filing Fee	\$78.75 Filing Fee & S78.75 Filing Fee & Certificate of Status Certified Copy	\$87.50 Filing Fee, Certificate of Status & Certified Copy									

## 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.		SOFTWARE USA, INC.  poration; must include the word "INCORPORA	ATE	27522	"COLE	ANTON SCO	DDOD ATTONIX						
	words or abbr	eviations of like import in language as will cle or partnership if not so contained in the nam	arly	y ind	icate tha								
2.	DELAWARI	<b>Ξ</b>	3.	4:	1-201	7331							
(State or country under the law of which it is incorporated)			(FEI number, if applicable)										
4.				5. PERPETUAL									
	(Date of incorporation)			(Duration: Year corp. will cease to exist or "perpetual")									
6.	1/1/2002			·									
	(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 ST. PAUL, MN											
	(Principal office address)												
	380 ST.	PETER STREET ST. PAUL, MN											
		(Current n	naili	ing a	ddress)								
8.	SOFTWAR	E SALES & SERVICE											
	(	Purpose(s) of corporation authorized in home	state	e or	country	to be carried	out in state of Fl	orida)					
9.	Name and st	treet address of Florida registered agent:	(P.	.O. I	Box or 1	Mail Drop I	Box <u>NOT</u> accep	SECRE table AF	02 JA				
	Name:	CT CORPORATION SYSTEM		•			-	ASI	JAN 23				
Office Address: 1200 SOUTH PINE ISLAND RO		AD	)				328, FL	3 PM 4:48	FILED				
		PLANTATION	-		•	Florida	33324	AZG.	1:+				
		(City)					(Zip code)		င်ာ				
Ha des fur	wing been nar signated in thi rther agree to	agent's acceptance: med as registered agent and to accept serv is application, I hereby accept the appoint comply with the provisions of all statutes familiar with and accept the obligations	tmei rela	nt as ative	s regist e to the	ered agent o proper and	and agree to act l complete perfo	t in this	capac	ity. I			
	_	Secatla		nec	7	- <u>.</u>							
		(Registered a	igen	ıt's s	ignature	*)							

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.

ACCEPTANCE OF APPOINTMENT

RE:

LAWSON SOFTWARE USA, INC.

Pursuant to Sections 48.091 and 607.0501, Florida Statutes, the undersigned acknowledges and accepts its appointment as registered agent of the above corporation and agrees to act in the capacity and to comply with the provisions of the Florida Business Corporation Act (1990) relative to keeping open the registered office at the address specified above. The undersigned is familiar with, and accepts the obligations of, Section 607.0505, Florida Statutes.

Dated: December 5, 2001

C T CORPORATION SYSTEM

Jonathan L. Miles,

Assistant Secretary

12. Names and business addresses of officers and/or directors: A. DIRECTORS Chairman: Address: Director: BRUCE MCPHEETERS Address: 380 ST. PETER STREET ST. PAUL, MINNESOTA 55102 Director: JAY COUGHLAN Address: 380 ST. PETER STREET ST. PAUL, MINNESOTA 55102 Director: ROBERT BARBIERI Address: 380 ST. PETER STREET ST. PAUL, MINNESOTA 55102 B. OFFICERS President: <u>JAY COUGHLAN</u> Address: 380 ST. PETER STREET ST. PAUL, MINNESOTA 55102 Vice President: ROBERT BARBIERI Address: 380 ST. PETER STREET ST. PAUL, MINNESOTA 55102 Secretary: BRUCE MCPHEETERS Address: 380 ST. PETER STREET, ST. PAUL, MINNESOTA 55102 Treasurer: ROBERT BARBIERI Address: 380 ST. PETER STREET, ST. PAUL, MINNESOTA 55102 NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors. (Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

(Typed or printed name and capacity of person signing application)

14. BRUCE MCPHEETERS, VP/SEC.

## 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 USA, 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 THIRTEENTH DAY OF DECEMBER, A.D. 2001.



Warriet Smith Windson Harriet Smith Windson, Secretary of State

AUTHENTICATION: 1500722

3431613 8300

010628093

DATE: 12-13-01