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REFERENCE : 403048 4338075

AUTHORIZATION

Patricia Pizuto

COST LIMIT : \$ 70.00

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : February 6, 2002

ORDER TIME : 2:25 PM

ORDER NO. : 403048-040

CUSTOMER NO: 4338075

CUSTOMER: Lynn Morris, Legal Asst
Baker & McKenzie
101 West Broadway
12th Floor, Wells Fargo Plaza
San Diego, CA 92101

FOREIGN FILINGS

500004912335--4

NAME: HUGHES SOFTWARE SYSTEMS
LIMITED, INC.

XXXX QUALIFICATION (TYPE: CO)

BK

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

RECEIVED
02 FEB 12 PM 2:52
DIVISION OF CORPORATION

CONTACT PERSON: Norma Hull -- EXT# 1115

EXAMINER: _____

**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. HUGHES SOFTWARE SYSTEMS LIMITED, 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. NEW DELHI, INDIA 3. _____
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. DECEMBER 30, 1991 5. PERPETUAL SUCCESSION
(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. 11717, EXPLORATION LANE, GERMAN TOWN, MD - 20876
(Principal office address)

SAME AS ABOVE

(Current mailing address)

8. TO MARKET, SELL, DEVELOP, MAINTAIN AND SUPPORT SOFTWARE PRODUCT AND
SERVICES IN THE UNITED STATES OF AMERICA.
(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: CORPORATION SERVICE COMPANY.

Office Address: 1201, HAYS STREET,

TALLAHASSEE, Florida 32301
(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.

Robbie Hale
(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:

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

ATTACHED ANNEXURE 'A'

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: _____

Address: _____

Vice President: _____

Address: _____

ATTACHED ANNEXURE 'B'

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. ☒ *Vimal Khanna* _____

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

14. VIMAL KHANNA, VICE PRESIDENT - FINANCE. _____

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

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TALLAHASSEE, FLORIDA



ANNEXURE "A" - LIST OF DIRECTORS

HUGHES SOFTWARE SYSTEMS LIMITED		
S.NO.	DIRECTORS	DESIGNATION
1	MR. PRADMAN KAUL 11717, EXPLORATION LANE, GERMANTOWN, MARYLAND -20876, U.S.A.	CHAIRMAN
2	MR. ARUN KUMAR PLOT 31, ELECTRONIC CITY, SECTOR 18, GURGAON 122 015, INDIA	MANAGING DIRECTOR
3	MR. JACK SHAW 11717, EXPLORATION LANE, GERMANTOWN, MARYLAND -20876, U.S.A.	DIRECTOR
4	MR. PRADEEP KAUL 11717, EXPLORATION LANE, GERMANTOWN, MARYLAND -20876, U.S.A.	DIRECTOR
5	MR. JAMES LUCCHESI 11717, EXPLORATION LANE, GERMANTOWN, MARYLAND -20876, U.S.A.	DIRECTOR
6	MR. BAHRAM POURMAND 11717, EXPLORATION LANE, GERMANTOWN, MARYLAND -20876, U.S.A.	DIRECTOR
7	MR. ANIL SHARMA 11717, EXPLORATION LANE, GERMANTOWN, MARYLAND -20876, U.S.A.	DIRECTOR
8	MR. K.V. RAMANI 481 MOUNT ROAD, NANDANAM, MADRAS 600 035, INDIA	DIRECTOR
9	MR. T. THOMAS 32, NARIMAN BHAWAN, NARIMAN POINT, MUMBAI -400 021, INDIA	DIRECTOR
10	MR. AMAL GANGULI PRICE WATERHOUSECOOPERS, SUCHETA BHAWAN, LOK NAYAK SAMITI, 11A VISHNUDIGAMBAR MARG, NEW DELHI -110 002, INDIA	DIRECTOR
11	MR. VIJAY DHAR 1ST FLOOR, 16/1, DOCTOR'S LANE, GOL MARKET, NEW DELHI, INDIA	DIRECTOR
12	MS. BHARTI GUPTA RAMOLA (Alternate Director to Mr. Anil Sharma) PRICEWATERHOUSECOOPERS, SRI RAM KALA KENDRA, 5TH FLOOR, COPERNICUS MARG, NEW DELHI -110 001, INDIA	ALTERNATE DIRECTOR
13	MR. MANORANJAN MOHAPATRA (Alternate Director to Mr. Jack Shaw) PLOT 31, ELECTRONIC CITY, SECTOR 18, GURGAON 122 015, INDIA	ALTERNATE DIRECTOR
14	MR. VINOD SOOD (Alternate Director to Mr. Pradeep Kaul) PLOT 31, ELECTRONIC CITY, SECTOR 18, GURGAON 122 015, INDIA	ALTERNATE DIRECTOR
15	MR. AADESH GOYAL (Alternate Director to Mr. Bahram Pourmand) PLOT 31, ELECTRONIC CITY, SECTOR 18, GURGAON 122 015, INDIA	ALTERNATE DIRECTOR
16	MR. VIMAL KHANNA (Alternate Director to Mr. James Lucchese) PLOT 31, ELECTRONIC CITY, SECTOR 18, GURGAON 122 015, INDIA	ALTERNATE DIRECTOR



ANNEXURE "B" - LIST OF OFFICERS

HUGHES SOFTWARE SYSTEMS LIMITED		
S.NO.	OFFICERS	DESIGNATION
1	MR. ARUN KUMAR PLOT 31, ELECTRONIC CITY, SECTOR 18, GURGAON 122 015, INDIA	PRESIDENT & MANAGING DIRECTOR
2	MR. VIMAL KHANNA PLOT 31, ELECTRONIC CITY, SECTOR 18, GURGAON 122 015, INDIA	VICE PRESIDENT - FINANCE & CHIEF FINANCIAL OFFICER
3	MR. S. MAHADEVAN PLOT 31, ELECTRONIC CITY, SECTOR 18, GURGAON 122 015, INDIA	SECRETARY



11/05/2020
FILED
CLERK OF STATE
FLORIDA
3:44 PM

CRAWFORD BAYLEY & CO.

(Registered)

C. H. PARDIWALA *
S. Y. REGE *
R. A. SHAH
A. R. WADIA
D. B. ENGINEER
H. C. ASHER
C. M. MANIAR
S. N. TALWAR
D. C. SHROFF
S. K. ASHER

Advocates & Solicitors
Notaries *

*State Bank Building
N. G. N. Vaidya Marg
Mumbai - 400 023*

Z. M. TALATY (Ms)
V. G. PARELKAR
M. Ph. A. WADIA
S. S. REGE
K. S. TRIVEDI
S. R. BUCH
D. H. PATEL (Ms)
P. K. ASHER

SNT/MKA

28th December 2001

FILED
02 FEB 12 PM 3:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TO WHOMSOEVER THIS MAY CONCERN

We are the legal advisers to Hughes Software Systems Limited (the Company) having registered office at B-25, Second Floor, Nirlac Centre, Qutab Institutional Area, New Delhi 110 016, India. We have examined documents as we have deemed necessary or appropriate in order to express this opinion. This opinion is limited to the laws of the Republic of India, applicable therein. Based on the foregoing, we are of the opinion that:

- 1) The Company has been duly incorporated and is validly existing as a company with limited liability under the laws of the Republic of India and a copy of the certificate of incorporation as issued by Government of India through Additional Registrar of Companies, Delhi & Haryana is enclosed herewith ;
- 2) The Company is in good standing with respect to the filing of annual returns and other relevant documents with relevant authorities in India and is in compliance with all applicable statutes.

Yours faithfully,

Crawford Bayley & Co

MKA



प्रारूप एक
Form 1

निगमन का प्रमाण-पत्र

Certificate of Incorporation

सं० 55-46909 शक 19 13
No. 55-46909 of 19 91-92

मैं एतद् द्वारा प्रमाणित करता हूं कि आज ह्यूजिस सॉफ्टवेयर सिस्टम्स प्रिवेट लिमिटेड

ने कम्पनी अधिनियम 1956 (1956 का 1) के अधीन निगमित की गई है और यह परिसीमित है।

I hereby certify that HUGHES SOFTWARE SYSTEMS PRIVATE LIMITED

is this day incorporated under the Companies Act, 1956 (No. 1 of 1956) and that the Company is Limited.

मेरे हस्ताक्षर से आज ता० 9 पौष, 1913 को दिया गया।

Given under my hand at NEW DELHI this THIRTIETH day of DECEMBER One thousand nine hundred and NINETY ONE.



H.S. Sharma

। रज. रस. शर्मा ।

अपर कम्पनी रजिस्ट्रार
दिल्ली एवं हरियाणा
(H.S. SHARMA)
ADDL. Registrar of Companies
DELHI & HARYANA

G A P. 3000-11-91

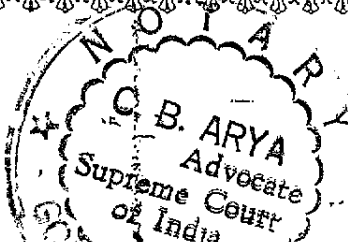


Photo Copy Attested

ATTEST