

5/10/22, 4:11 PM

Division of Corporations

F1100000003518

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

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To:

Division of Corporations
Fax Number : (850)617-6380

From:

Account Name : C T CORPORATION SYSTEM
Account Number : FCA000000023
Phone : (954)208-0845
Fax Number : (614)573-3996

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: _____

**COR AMND/RESTATE/CORRECT OR O/D RESIGN
ANALYTICAL GRAPHICS INC.**

Certificate of Status	0
Certified Copy	1
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Amend/Name Change

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Corporate Filing Menu

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MAY 12 2022

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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)

F11000003518

(Document number of corporation (if known))

1. Analytical Graphics, Inc.

(Name of corporation as it appears on the records of the Department of State)

2. Pennsylvania

3. 08/30/2011

(Incorporated under laws of)

(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? 02/22/2022

5. Ansys Government Initiatives, 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)

(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

6. If the amendment changes the period of duration, indicate new period of duration.

(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction

(New jurisdiction)

8. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent

C.T. Corporation System

1200 South Pine Island Road

(Florida street address)

New Registered Office Address:

Plantation

Florida 33324

(City)

(Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.



Signature of New Registered Agent, if changing

Laura Brockett
Assistant Secretary

MAY 11 AM 11:53
 2022
 RECEIVED

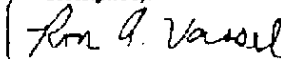
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9. If the amendment changes person, title or capacity in accordance with 607.1504 (4), indicate that change:

<u>Title/ Capacity</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
Director	Robert Cardillo		Add
			<input type="checkbox"/> Remove
Director	Howell Estes		Add
			<input checked="" type="checkbox"/> Remove
Director	Jeffrey Harris		Add
			<input checked="" type="checkbox"/> Remove
President	Joseph Sheehan		Add
			<input checked="" type="checkbox"/> Remove
COO	Francesco Linsalata		Add
			<input type="checkbox"/> Remove

10. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated

DocuSigned by:



(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Ron Vassel

(Typed or printed name of person signing)

Director and Secretary

(Title of person signing)

FILING FEE \$35.00

Attachment to Form FL021

Item 9. Changes to persons, titles – Continued

Remove: Director and CEO – Paul L. Graziani

Remove: Director and Secretary – Scott A. Reynolds

Remove: CFO and Treasurer – William J. Broderick

Add: Director and President – Jennifer Gerchow
Address: 220 Valley Creek Blvd., Exton, PA 19341

Add: Director and Treasurer – Kristen Secaur
Address: 220 Valley Creek Blvd., Exton, PA 19341

Add: Director and Secretary – Ron Vassel
Address: 220 Valley Creek Blvd., Exton, PA 19341

COMMONWEALTH OF PENNSYLVANIA

DEPARTMENT OF STATE

05/10/2022

TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

Ansys Government Initiatives, Inc.

I, Leigh M. Chapman, Acting Secretary of the Commonwealth of Pennsylvania, do hereby certify that the foregoing and annexed is a true and correct copy of

Amendment filed on Feb 22, 2022 - Pages (4)

which appear of record in this department.



IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Seal of the Secretary's Office to be affixed, the day and year above written

Leigh M. Chapman


Acting Secretary of the Commonwealth

Certification Number: TSC220510121443-1

Verify this certificate online at <http://www.corporations.pa.gov/orders/verify>

Entity#: 1075162
Date Filed: 02/22/2022
Pennsylvania Department of State

PENNSYLVANIA DEPARTMENT OF STATE
BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS

<input type="checkbox"/> Return document by mail to: CT - COUNTER Name: <u>14169923-1</u> Address: <u>14169923-1</u> City: _____ State: _____ Zip Code: _____ <input checked="" type="checkbox"/> Return document by email to: _____	Articles of Amendment Domestic Corporation DSCB:15-1913/5915 (rev. 7/2015)  TCO220222DP1823
------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------	-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------

Read all instructions prior to completing. This form may be

Fee: \$70

Check one: ☐ Business Corporation (§ 1915) ☐ Nonprofit Corporation (§ 5915)

In compliance with the requirements of the applicable provisions (relating to articles of amendment), the undersigned, desiring to amend its articles, hereby states that:

1. The name of the corporation is:

Analytical Graphics, Inc.

2. The (a) address of this corporation's current registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is:
(Complete only (a) or (b), not both)

(a) Number and Street City State Zip County

(b) Name of Commercial Registered Office Provider

County

c/o: C T Corporation System

Dauphin

3. The statute by or under which it was incorporated: Business Corporation Law of 1988

4. The date of its incorporation: 01/18/1989

(MM/DD/YYYY)

5. Check, and if appropriate complete, one of the following.

☒ The amendment shall be effective upon filing these Articles of Amendment in the Department of State.

☐ The amendment shall be effective on: _____ at _____
Date (MM/DD/YYYY) Hour (if any)

PA DEPT OF STATE
FEB 23 2022

DSCB:15-1915/5915-2

6. Check one of the following:

- ☐ The amendment was adopted by the shareholders or members pursuant to 15 Pa.C.S. § 1914(a) and (b) or § 5914(a).
- ☒ The amendment was adopted by the board of directors pursuant to 15 Pa. C.S. § 1914(c) or § 5914(b).

7. Check, and if appropriate complete, one of the following:

- ☐ The amendment adopted by the corporation, set forth in full, is as follows
- _____
- _____

- ☒ The amendment adopted by the corporation is set forth in full in Exhibit A attached hereto and made a part hereof.

8. Check if the amendment restates the Articles:

- ☒ The restated Articles of Incorporation supersede the original articles and all amendments thereto.

IN TESTIMONY WHEREOF, the undersigned corporation has caused these Articles of Amendment to be signed by a duly authorized officer thereof this

22nd day of February, 2022.

Analytical Graphics, Inc.

Name of Corporation

/s/ Ron Vassel

Signature
Ron Vassel

Secretary and Director

Title

EXHIBIT A

FOURTH AMENDED AND RESTATED

ARTICLES OF INCORPORATION

OF

ANSYS GOVERNMENT INITIATIVES, INC.

1. The name of the corporation is Ansys Government Initiatives, Inc. (the “Corporation”).
2. The name of the Corporation’s commercial registered office provider and the county of venue is:

c/o: C T Corporation System
County: Dauphin
3. The Corporation is incorporated under the provisions of the Pennsylvania Business Corporation Law of 1988, as amended (the “PBCL”). The date of the incorporation of the Corporation was January 18, 1989, and the name under which the Corporation was initially incorporated is Analytical Graphics, Inc.
4. The Corporation is organized on a stock share basis and the aggregate number of shares authorized is 1,000.
5. All shares of the Corporation shall be common stock, par value \$0.001 per share, and are to be of one class.
6. The Corporation may utilize uncertificated shares to represent the stock interests of its shareholders. Except as otherwise expressly provided by law, the rights and obligations of the holders of uncertificated shares and the rights and obligations of the holders of certificates representing shares of the same class and series shall be identical.
7. Unless and except to the extent that the bylaws of the Corporation (the “Bylaws”) shall so require, the election of directors of the Corporation need not be by written ballot.
8. To the fullest extent permitted by law, a director of the Corporation shall not be personally liable to the Corporation or to its shareholders for monetary damages for any breach of fiduciary duty as a director. No amendment to, modification of or repeal of this article shall apply to or have any effect on the liability or alleged liability of any director of the Corporation for or with respect to any acts or omissions of such director occurring prior to such amendment, modification or repeal.
9. The Corporation shall indemnify, advance expenses, and hold harmless, to the fullest extent permitted by applicable law as it presently exists or may hereafter be amended, any person (a “Covered Person”) who was or is a party, or is threatened to be made, to any threatened, pending or completed action or proceeding, whether civil, criminal, administrative or investigative (a “Proceeding”), by reason of the fact that he or she is or was a

representative of the Corporation, or is or was serving at the request of the Corporation as a representative of another domestic or foreign corporation for profit or not-for-profit, partnership, joint venture, trust or other enterprise, against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by such Covered Person in connection with the Proceeding if such Covered Person acted in good faith and in a manner he or she reasonably believed to be in, or not opposed to, the best interests of the Corporation and, with respect to any criminal proceeding, had no reasonable cause to believe his or her conduct was unlawful. Notwithstanding the preceding sentence, unless ordered by a court, any such indemnification shall be made by the Corporation only as authorized in the specific case upon a determination by the board of directors that indemnification of the Covered Person is proper in the circumstances because he or she has met the applicable standard of conduct. Any amendment, repeal or modification of this article shall not adversely affect any right or protection hereunder of any person in respect of any act or omission occurring prior to the time of such amendment, repeal or modification.

10. The board of directors is expressly authorized to adopt, amend or repeal the Bylaws or adopt new Bylaws at any regular or special meeting of the board of directors at which a quorum is present, by a majority vote of the directors attending, except with respect to any provision that the Articles of Incorporation, the Bylaws or the PBCL requires action by the shareholders and is subject to the power of the shareholders to change such action.
11. The Corporation shall have the right, subject to any express provisions or restrictions contained in the Corporation's Articles of Incorporation or the Bylaws, from time to time, to amend these Articles of Incorporation or any provision contained herein in any manner now or hereafter provided by law and these Articles of Incorporation, and all rights and powers conferred upon a director or shareholder of the Corporation by its Articles of Incorporation or any amendment thereof are conferred subject to such right.
12. These Articles of Incorporation were duly adopted by the board of the directors of the Corporation pursuant to Sections 1914(c) of the PBCL. These Articles of Incorporation supersede the original articles of the Corporation and all amendments thereto.