



CT System

F95000002551

February 1, 1994

CT Corporation System  
350 N. St. Paul Street  
Dallas, TX 75201  
214 979 1172  
Fax 214 754 0921

Secretary of State  
Corporate Records Bureau  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

100000904171  
-02/08/94--01019--010  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

RE: STERLING SOFTWARE (U.S. OF AMERICA), INC. (Del. Dom.)

Order#: 6384

Please file the attached qualification documents with your department upon receipt, returning evidence of the filing to the attention of the undersigned.

If for any reason the filing can not be effected, please call me at our toll free number 800-759-8547.

Thank you for your assistance in this matter.

Sincerely,  
CT CORPORATION SYSTEM

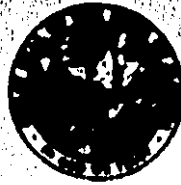
100000904171  
-12/28/94--01091--017  
\*\*\*\*\*700.00 \*\*\*\*\*700.00

  
Michael E. Jones  
Sr. Customer Specialist

SPECIAL INSTRUCTIONS:

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 MAY 25 AM 8:57

5/25



**FLORIDA DEPARTMENT OF STATE**  
**Jim Smith**  
Secretary of State

February 9, 1994

**C T CORPORATION SYSTEM**  
**% MICHAEL E. JONES**  
**350 N. ST. PAUL ST.**  
**DALLAS, TX 75201**

**SUBJECT: STERLING SOFTWARE (U.S. OF AMERICA), INC.**  
**Ref. Number: W94000002965**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 MAY 25 AM 8:57

We have received your document for STERLING SOFTWARE (U.S. OF AMERICA), INC. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the CORPORATE SPECIALIST indicated.

Section 607.1502(4) or 617.1502(4), Florida Statutes, requires this office to collect a \$500 penalty fee for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report fees that would have been due this office had the corporation qualified the year it began operations in this state. The amount due this office to cover both annual report and penalty fees is \$700.00.

Enclosed please find a copy of section 607.1501 or 617.1501, Florida Statutes, which lists those activities that do not constitute transacting business or conducting affairs in this state. If after reviewing this section you determine erroneous information was inserted on the application, a sworn affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business or conducting its affairs in Florida prior to the year the application was submitted did not constitute transacting business or conducting affairs pursuant to section 607.1501 or 617.1501, Florida Statutes.

Please return your document, along with a copy of this letter, within 60 days or

your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call  
(904) 487-6094.

Steven Harris  
Corporate Specialist

Letter Number: 294A00005951

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 MAY 25 AM 8:57



**FLORIDA DEPARTMENT OF STATE**

**Jim Smith**  
Secretary of State

May 2, 1994

**C T CORPORATION SYSTEM**  
**% MICHAEL E. JONES**  
**350 N. ST. PAUL ST.**  
**DALLAS, TX 75201**

**SUBJECT: STERLING SOFTWARE (U.S. OF AMERICA), INC.**  
**Ref. Number: W94000002965**

This letter is in response to the application by foreign corporation for authorization to transact business in Florida that was previously submitted to this office for **STERLING SOFTWARE (U.S. OF AMERICA), INC.**

The referenced application states that the corporation has transacted business in the State of Florida since October 1, 1993. You were notified by letter dated February 9, 1994, that because of failure to obtain a certificate of authority prior to transacting business in the State of Florida, the corporation is liable for \$700.00 in appropriate fees and penalties as set forth in Section 607.1502(4), Florida Statutes, (copy enclosed).

Until a response is received by this office concerning the prior notification, the application by foreign corporation for authorization to transact business in Florida will not be processed. If erroneous information was reflected on the previously submitted application, a sworn affidavit may be filed stating the correct date the corporation first transacted business in Florida, that the corporation did not transact business in Florida prior to the application filing year and that the information entered on such application is incorrect. Any such affidavit will be included with your original qualification documents.

Please provide your response to this letter within 30 days to avoid the necessity of further action.

If you have further questions concerning the filing of your document, please telephone the Foreign Qualification/Tax Lien Section at (904) 487-6091.

**Steven Harris**  
Corporate Specialist

Letter No. 394A00020048

Enclosure

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 MAY 25 AM 8:57



**FLORIDA DEPARTMENT OF STATE**

**Jim Smith**  
Secretary of State

November 30, 1994

**PAUL RUDENKO**  
**STERLING SOFTWARE (US OF AMERICA) INC.**  
**1800 ALEXANDER BELL DR.**  
**RESTON, VA 22091-4382**

**SUBJECT: STERLING SOFTWARE (U.S. OF AMERICA), INC.**  
**Ref. Number: W94000002965**

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SECRETARY OF STATE  
DIVISION OF RECORDS  
95 MAY 25 AM 8:57

**CERTIFIED MAIL #Z 751 934 267**  
**RETURN RECEIPT REQUESTED**

This letter constitutes notice that the Department of State (Department) intends to pursue all legal remedies provided in Sections 607.0130(3) and 607.1502(4), Florida Statutes, because of the failure of STERLING SOFTWARE (U.S. OF AMERICA), INC. to pay the appropriate penalties and fees incurred by the transacting of business as a foreign corporation in Florida without authority. I have enclosed a copy of Sections 607.0130(3), 607.1501 and 607.1502, Florida Statutes, for your review.

The application submitted by STERLING SOFTWARE (U.S. OF AMERICA), INC. for authority to transact business in Florida indicates that the corporation transacted business in Florida prior to qualifying. As a result, associated penalties and fees imposed by Section 607.1502(4), Florida Statutes, are due and owing the Department.

Penalties and fees in the amount of \$700.00 are now due. To avoid further penalty, payment must be remitted within 15 days of receipt of this letter. Please make your check payable to the Department of State and forward it to this office.

In the event the date business was first transacted in Florida is incorrect or the activity falls under an enumerated exemption provided in Section 607.1501(2), Florida Statutes, please provide this office with an affidavit to that effect. If it is determined that the affidavit establishes either circumstance, all penalties and fees previously imposed will either be withdrawn or will be recalculated in accordance with the corrected information, and the application will be processed accordingly. If you have any questions regarding this matter, please telephone (904) 487-6091. I look forward to your response.

Sincerely,

Douglas D. Sunshine, Assistant General Counsel



**FLORIDA DEPARTMENT OF STATE**  
**Jim Smith**  
Secretary of State

December 28, 1994

**C T CORPORATION SYSTEM**  
**% MICHAEL E. JONES**  
**350 N. ST. PAUL ST.**  
**DALLAS, TX 75201**

**SUBJECT: STERLING SOFTWARE (U.S. OF AMERICA), INC.**  
**Ref. Number: W94000002965**

We have received your document for STERLING SOFTWARE (U.S. OF AMERICA), INC. and your check(s) totaling \$770.00. However, the document has not been filed and is being retained in this office for the following:

You failed to make the correction(s) requested in our previous letter.

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the CORPORATE SPECIALIST indicated.

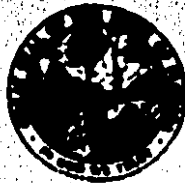
Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6094.

Steven Harris  
Corporate Specialist

Letter Number: 294A00054583

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 MAY 25 AM 8:57



**FLORIDA DEPARTMENT OF STATE**  
**Sandra B. Mortham**  
Secretary of State

March 6, 1995

**C T CORPORATION SYSTEM**  
**% MICHAEL E. JONES**  
**350 N. ST. PAUL ST.**  
**DALLAS, TX 75201**

**SUBJECT: STERLING SOFTWARE (U.S. OF AMERICA), INC.**  
**Ref. Number: W9400002965**

We have received your document for **STERLING SOFTWARE (U.S. OF AMERICA), INC.** and your check(s) totaling \$770.00. However, the document has not been filed and is being retained in this office for the following:

You failed to make the correction(s) requested in our previous letter.

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please **RETURN ALL DOCUMENTATION** to the **ATTENTION** of the **CORPORATE SPECIALIST** indicated.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6094.

Steven Harris  
Corporate Specialist

Letter Number: 395A00009770

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 MAY 25 AM 8:57



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

May 17, 1995

PAUL RUDENKO  
STERLING SOFTWARE (US OF AMERICA) INC.  
1800 ALEXANDER BELL DR.  
RESTON, VA 22091-4382

SUBJECT: STERLING SOFTWARE (U.S. OF AMERICA), INC.  
Ref. Number: W94000002965

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 MAY 25 AM 8:57

We have received your document for STERLING SOFTWARE (U.S. OF AMERICA), INC. and your check(s) totaling \$77.00. However, the document has not been filed and is being retained in this office for the following:

You failed to make the correction(s) requested in our previous letter.

Attached is copies of all correspondence relating to this corporation since February 9, 1994, which is the date it first applied for authority to transact business in Florida. This corporation paid a \$700.00 penalty fee on December 28, 1994 for transacting business in Florida prior to qualifying. However, there is still an additional error that was originally noted on our reject letter dated February 9, 1994 that has still not been corrected. Please make this correction as soon as possible. We cannot file this application until the correction is made.

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the CORPORATE SPECIALIST indicated.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6094.

Steven Harris  
Corporate Specialist

Letter Number: 895A00025278

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314





CT System

April 13, 1995

CT Corporation System  
350 N. St. Paul Street  
Dallas, TX 75201  
214 979 1172  
Fax 214 754 0921

Secretary of State  
Corporate Records Bureau  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

RE: STERLING SOFTWARE (U.S. OF AMERICA), INC.  
d/b/a: STERLING SOFTWARE (I), INC.

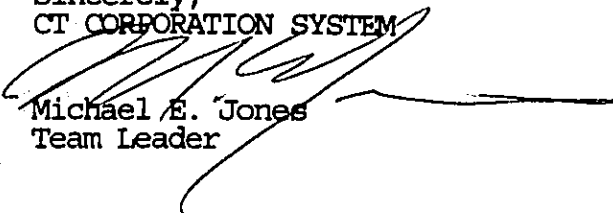
Dear Sirs:

We attach the requested documentation as set forth in your letter of 12-28-94, attached.

Please file the documents you are holding returning evidence to the undersigned as soon as possible.

Thank you for your assistance.

Sincerely,  
CT CORPORATION SYSTEM

  
Michael E. Jones  
Team Leader

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 MAY 25 AM 8:57

**CERTIFIED COPY OF RESOLUTION  
CORPORATION ADOPTING A FICTITIOUS NAME FOR USE  
IN THE STATE OF FLORIDA**

I, the undersigned Albert K. Hoover, do hereby certify that the following is a true, complete and correct copy of a certain resolution of the board of directors of Sterling Software (U.S. of America), Inc., a corporation duly organized and existing under the laws of the State of Delaware, which resolution was duly adopted by a written unanimous consent of said board, as of April 10, 1995, and is set forth in the minutes and records of this corporation; and that the said resolution has not be rescinded or modified:

RESOLVED, that Sterling Software (U.S. of America), Inc., organized and existing in the State of Delaware, hereby adopts the name Sterling Software (I), Inc. for use in the State of Florida for all purposes; and further resolved that the officers of the corporation are authorized and directed to take all steps that they deem necessary and appropriate to qualify the corporation to do business within the State of Florida under the name of Sterling Software (I), Inc.; and resolved further that all activities and business of the corporation within the State of Florida shall be carried out under the name Sterling Software (I), Inc.

IN WITNESS WHEREOF, I have hereunto subscribed my name on this 12th day of April, 1995.



Albert K. Hoover, Assistant Secretary

cert10

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 MAY 25 AM 8:57

**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. STERLING SOFTWARE (U.S. OF AMERICA), INC.  
(Name of corporation: must include the word "INCORPORATED," "COMPANY," or "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. June 21, 1993 4. Perpetual  
(Date of Incorporation) (Duration)

5. 54-167-2717  
(Federal Employer Identification number, if applicable)

6. 10/1/93  
(Date first transacted business in Florida. See sections 607.1501, 607.1502, and 817.155, F.S.)

7. 1800 Alexander Bell Drive, Reston, Virginia 22091-4382  
(Current mailing address)

To engage in any lawful act or activity; marketing and licensing of  
8. software and provision of related services.  
(Brief description of the nature of the business in which it is engaged in the state of Florida)

9. Names and street 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: \_\_\_\_\_

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 MAY 25 AM 8 57

**9. Officers:**

**President:** See attached list of officers

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

**Vice President:** \_\_\_\_\_

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

**Secretary:** \_\_\_\_\_

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

**Treasurer:** \_\_\_\_\_

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

(If needed, you may attach an addendum to the application listing additional officers and/or directors.)

**10. 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

**11. 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.

**Registered agent's signature:** \_\_\_\_\_

C T Corporation System

(Officer)

M.E. Jones, Asst. Secy

(Typed Name and Title of Officer)

**12.** 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.

**13.** \_\_\_\_\_

(Signature of Chairman, Vice Chairman, or any officer listed in number 9 of the application)

**14.** Paul Rudenko Vice President

(Name and capacity of person signing application)

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SECRETARY OF STATE  
DIVISION OF CORPORATE  
95 MAY 2 11 8:55 AM

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

Officers of  
**STERLING SOFTWARE (U.S. OF AMERICA), INC.**

| NAME               | TITLE                        | BUSINESS ADDRESS                                       |
|--------------------|------------------------------|--|
| A. Maria Smith     | President                    | 1800 Alexander Bell Drive<br>Reston, VA 22091          |
| Paul Rudenko       | Vice President               | 1800 Alexander Bell Drive<br>Reston, VA 22091          |
| George H. Ellis    | Vice President and Treasurer | 8080 N. Central Expy<br>Suite 1100<br>Dallas, TX 75206 |
| Jeannette P. Meier | Vice President and Secretary | 8080 N. Central Expy<br>Suite 1100<br>Dallas, TX 75206 |
| Albert K. Hoover   | Assistant Secretary          | 8080 N. Central Expy<br>Suite 1100<br>Dallas, TX 75206 |
| James E. Jenkins   | Assistant Secretary          | 8080 N. Central Expy<br>Suite 1100<br>Dallas, TX 75206 |
| Vicki L. Hill      | Assistant Treasurer          | 8080 N. Central Expy<br>Suite 1100<br>Dallas, TX 75206 |

**DIRECTORS**

| NAME               | TITLE    | BUSINESS ADDRESS                                       |
|--------------------|----------|--|
| George H. Ellis    | Director | 8080 N. Central Expy<br>Suite 1100<br>Dallas, TX 75206 |
| Jeannette P. Meier | Director | 8080 N. Central Expy<br>Suite 1100<br>Dallas, TX 75206 |

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 MAY 25 AM 8:57

State of Delaware  
Office of the Secretary of State

PAGE 1

I, WILLIAM T. QUILLEN, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY "STERLING SOFTWARE (U.S. OF AMERICA), 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 THIRTY-FIRST DAY OF JANUARY, A.D. 1994.

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

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 MAY 25 AM 8:57



*William T. Quillen*

William T. Quillen, Secretary of State

2340935 8300

944009801

AUTHENTICATION:

7013871

DATE:

01-31-94