

Document Number Only

F95000002622

C T CORPORATION SYSTEM

Requestor's Name

1311 Executive Center Drive, Ste. 200

Address

Tallahassee, FL 32301 (904) 656-8298

City

State

Zip

Phone

CORPORATION(S) NAME

700001461837

-04/21/95--01011--003

*****70.00 *****70.00

700001461837

-04/21/95--01011--004

*****700.00 *****700.00

W95-8542

Enterprise Systems, Inc

☒ Profit

☐ NonProfit

☐ Limited Liability Company

☒ Foreign

☐ Amendment

☐ Dissolution/Withdrawal

☐ Annual Report

☐ Reservation

☐ Photo Copies

☐ Call # Problem

☐ Will Wait

☐ Merger

☐ Mark

☐ Other

☐ Change of R.A.

☐ Fictitious Name

☐ CUS / G/S

☐ After 4:30

☒ Pick Up

☐ Call When Ready

☒ Walk In

☐ Mail Out

Name

Availability

Document

Examiner

Updater

Verifier

Acknowledgment

W.P. Verifier

3:00

4/20/95

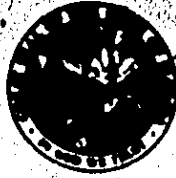
PLEASE RETURN EXTRA COPY(S)

FILE STAMPED

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAY 31 PM 12:25

5/81

CR2E031 (1-89)



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

April 20, 1995

CT CORPORATION

SUBJECT: ENTERPRISE SYSTEMS, INC.
Ref. Number: W95000008542

We have received your document for ENTERPRISE SYSTEMS, INC. and your check(s) totaling \$770.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

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) 487-6093.

Freta Lott
Corporate Specialist Supervisor

Letter Number: 695A00018721

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CERTIFIED COPY OF RESOLUTION

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

I, THE UNDERSIGNED JAMES H. RAY, DO HEREBY
CERTIFY THAT THE FOLLOWING IS A TRUE, COMPLETE AND CORRECT COPY OF A
CERTAIN RESOLUTION OF THE BOARD OF DIRECTORS OF ENTERPRISE SYSTEMS, INC., A
CORPORATION DULY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF
ILLINOIS, WHICH RESOLUTION WAS DULY ADOPTED AT A DULY
CALLED MEETING OF THE SAID BOARD, HELD ON APRIL 25 1995, A
QUORUM BEING PRESENT, AND IS SET FORTH IN THE MINUTES OF THE SAID MEETING;
THAT I AM THE KEEPER OF THE CORPORATE SEAL AND OF THE MINUTES AND RECORDS
OF THIS CORPORATION; AND THAT THE SAID RESOLUTION HAS NOT BEEN RESCINDED
OR MODIFIED:

"RESOLVED THAT ENTERPRISE SYSTEMS, INC.,
ORGANIZED AND EXISTING IN THE STATE OF ILLINOIS,
HEREBY ADOPTS THE NAME ESI ENTERPRISES, 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 ESI ENTERPRISES, INC.; AND
RESOLVED FURTHER THAT ALL ACTIVITIES AND BUSINESS OF THE
CORPORATION WITHIN THE STATE OF FLORIDA SHALL BE CARRIED
OUT UNDER THE NAME ESI ENTERPRISES, INC.

IN WITNESS WHEREOF, I HAVE HEREUNTO SUBSCRIBED MY NAME AND AFFIXED
THE SEAL OF THE SAID CORPORATION, ON THIS THE 25TH DAY OF
APRIL 1995.

James H. Ray
ASST SECRETARY

TRANSMITTAL LETTER

TO: QUALIFICATION/REGISTRATION SECTION
DIVISION OF CORPORATIONS

SUBJECT: Enterprise Systems, Inc.
(Name of corporation)

Dear Sir or Madam:

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:

James H. Ray
(Name of Person)

Enterprise Systems, Inc.
(Firm/Company)

1400 South Wolf Road, Bldg. 500
(Address)

Wheeling, IL 60090
(City, State and Zip Code)

Should you need to call someone concerning this matter, please call:

James H. Ray
(Name of Person)

at (708) 537-4800
Area Code & Daytime Telephone Number

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COURIER ADDRESS:

Qualification/Registration Sec.
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

*MAILING ADDRESS: Lee River

Qualification/Registration Sec.
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

**IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE
STATE OF FLORIDA:**

1. Enterprise Systems, 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. Illinois 3. 36-3130103
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 7/23/81 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. 11/94
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)
7. 1400 South Wolf Road, Bldg. 500
Wheeling, IL 60090
(Current mailing address)
8. Development and sale of personal computer software
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. Name and street address of Florida registered agent:
Name: CT Corporation System
Office Address: 1200 S. Pine Island Rd.
Plantation, Florida, 33324
(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.

Adrian M. Fack
(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.

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31 PM 12:26

12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: Thomas Pirelli
Address: 1400 South Wolf Road, BLDG 500
Wheeling, IL 60090
Director: Glen E. Tullman
Address: 1400 South Wolf Road, BLDG 500
Wheeling, IL 60090
Director: Robert A. Compton
Address: 1400 South Wolf Road, BLDG 500
Wheeling, IL 60090
Director: Bernard Goldstein
Address: 1400 South Wolf Road, Bldg 500
Wheeling, IL 60090

B. OFFICERS

President: Joseph E. Carey
Address: 1400 South Wolf Road, Bldg 500
Wheeling, IL 60090
Chief Executive Officer: Glen E. Tullman
Address: 1400 South Wolf Road, BLDG 500
Wheeling, IL 60090
Secretary: Joseph E. Carey
Address: 1400 South Wolf Road, Bldg 500
Wheeling, IL 60090
Treasurer: JAMES H. RAY
Address: 1400 South Wolf Road, Bldg 500
Wheeling, IL 60090

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

13.

James H. Ray

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

14.

JAMES H. RAY TREASURER

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

Addendum to 12. A & 12B

12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: FAZLE HUSAIN

Address: 1400 South Wolf Road, BLDG 500
Wheeling, IL 60090

Director: THOMAS R. HUTCHISON

Address: 1400 South Wolf Road, BLDG 500
Wheeling, IL 60090

B. OFFICERS

Chief Operating Officer:

~~President~~ Stephen Katz

Address: 1400 South Wolf Road, BLDG 500
Wheeling, IL 60090

Chief Financial Officer:

~~Vice President~~ DAVID B. MULLEN

Address: 1400 South Wolf Road, BLDG 500
Wheeling, IL 60090

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13.

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

14.

JAMES H. RAY, TREASURER
(Typed or printed name and capacity of person signing application)

File Number 5246-312-2



To all to whom these presents shall come, Greeting:

*I, George H. Ryan, Secretary of State of the State of Illinois,
do hereby certify that*

ENTERPRISE SYSTEMS, INC., A DOMESTIC CORPORATION, INCORPORATED UNDER THE LAWS OF THIS STATE JULY 23, 1981, APPEARS TO HAVE COMPLIED WITH ALL THE PROVISIONS OF THE BUSINESS CORPORATION ACT OF THIS STATE RELATING TO THE FILING OF ANNUAL REPORTS AND PAYMENT OF FRANCHISE TAXES, AND AS OF THIS DATE, IS IN GOOD STANDING AS A DOMESTIC CORPORATION IN THE STATE OF ILLINOIS*****

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In Testimony Whereof, I hereby set
my hand and cause to be affixed the Great Seal of
the State of Illinois this 12TH
day of APRIL A.D., 19 95

George H. Ryan

SECRETARY OF STATE