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DIVISION OF CORPORATION

ACCOUNT NO. : 072100000032

REFERENCE : 612213 86901K

AUTHORIZATION :

Patricia Pizato

COST LIMIT : \$ 70.00

ORDER DATE : June 8, 1995

ORDER TIME : 10:32 AM

ORDER NO. : 612213

CUSTOMER NO: 86901K

200001508612

CUSTOMER: Ms. Diana Ledoux
Prentice Hall Legal &
Suite 250
1455 Response Road
Sacramento, CA 95815

FOREIGN FILINGS

NAME: HNC SOFTWARE INC.

☒ PROFIT
☐ NON-PROFIT

☒ CORPORATE
☐ LIMITED PARTNERSHIP

☒ QUALIFICATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☐ CERTIFIED COPY
☒ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Debbie Skipper

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUN -8 PM 12:10
mtm

**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:**

HNC Software 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. Delaware 3. 33-0248788
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. April 17, 1995 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or Perpetual)
6. July 14, 1995 (Proposed date)
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)
7. 5930 Cornerstone Court West
San Diego, CA 92121
(Current mailing address)
8. Development and marketing of neural network hardware and 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:
The Prentice-Hall Corporation
Name: System, Inc.
Office Address: 1201 Hays Street, Suite 105
Tallahassee, Florida, 32301
(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.

The Prentice-Hall Corporation System, Inc.

By: Marcia A. Haines, Asst. Secy.
(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 addresses of officers and/or directors:

A. DIRECTORS See Attachment A

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS See Attachment A

President: _____

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. Robert L. North
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Robert L. North, President
(Typed or printed name and capacity of person signing application)

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Attachment A

HNC Software Inc.
(A Delaware corporation)
Officers and Directors

Name: Robert L. North
Address: c/o HNC Software Inc.
5930 Cornerstone Court West
San Diego, CA 92121-3728
Office: Chief Executive Officer, President, and Director
Date Entered Office: 4/19/95

Name: Robert Hecht-Nielsen
Address: c/o HNC Software Inc.
5930 Cornerstone Court West
San Diego, CA 92121-3728
Office: Chief Scientist and Director
Date Entered Office: 4/19/95 (Officer)
4/20/95 (Director)

Name: Raymond V. Thomas
Address: c/o HNC Software Inc.
5930 Cornerstone Court West
San Diego, CA 92121-3728
Office: Vice President, Finance and Administration, Chief Financial Officer and Secretary
Date Entered Office: 4/19/95

Name: Michael A. Thiemann
Address: c/o HNC Software Inc.
5930 Cornerstone Court West
San Diego, CA 92121-3728
Office: Executive Vice President, Sales and Marketing
Date Entered Office: 4/19/95

Name: Todd W. Gutschow
Address: c/o HNC Software Inc.
5930 Cornerstone Court West
San Diego, CA 92121-3728
Office: Vice President, Technology Development
Date Entered Office: 4/19/95

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Attachment A (Con't)

Name: Michael H. Jackman
Address: c/o HNC Software Inc.
5930 Cornerstone Court West
San Diego, CA 92121-3728
Office: Vice President, Lender Systems
Date Entered Office: 4/19/95

Name: Krishna Gopinathan
Address: c/o HNC Software Inc.
5930 Cornerstone Court West
San Diego, CA 92121-3728
Office: Vice President, Payment Systems
Date Entered Office: 4/19/95

Name: Allen P. Jost
Address: c/o HNC Software Inc.
5930 Cornerstone Court West
San Diego, CA 92121-3728
Office: Vice President, New Business Development
Date Entered Office: 4/19/95

Name: Lee H. Martin
Address: c/o HNC Software Inc.
5930 Cornerstone Court West
San Diego, CA 92121-3728
Office: Vice President, North American Sales
Date Entered Office: 4/19/95

Name: Edward D. Chandler
Address: Prairie Capital Enterprises
1056 Gage Street
Winnetka, IL 60093
Office: Director
Date Entered Office: 4/20/95

Name: Oliver D. Curme
Address: Battery Ventures
200 Portland Street
Boston, MA 02114
Office: Director
Date Entered Office: 4/20/95

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Attachment A (Con't)

Name: Roger L. Evans
Address: Greylock Limited Partnership
755 Page Mill Road, Suite B-140
Palo Alto, CA 94304
Office: Director
Date Entered Office: 4/20/95

Name: Thomas E. Farb
Address: Senior Vice President
Iner neuron Pharmaceuticals, Inc.
99 Hayden Avenue
Lexington, MA 02173
Office: Director
Date Entered Office: 4/20/95

Name: Charles H. Gaylord, Jr.
Address: Chief Executive Officer
ChipSoft, Inc.
6256 Greenwich Drive, Suite 100
San Diego, CA 92122-5945
Office: Director
Date Entered Office: 4/20/95

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Terms of Office

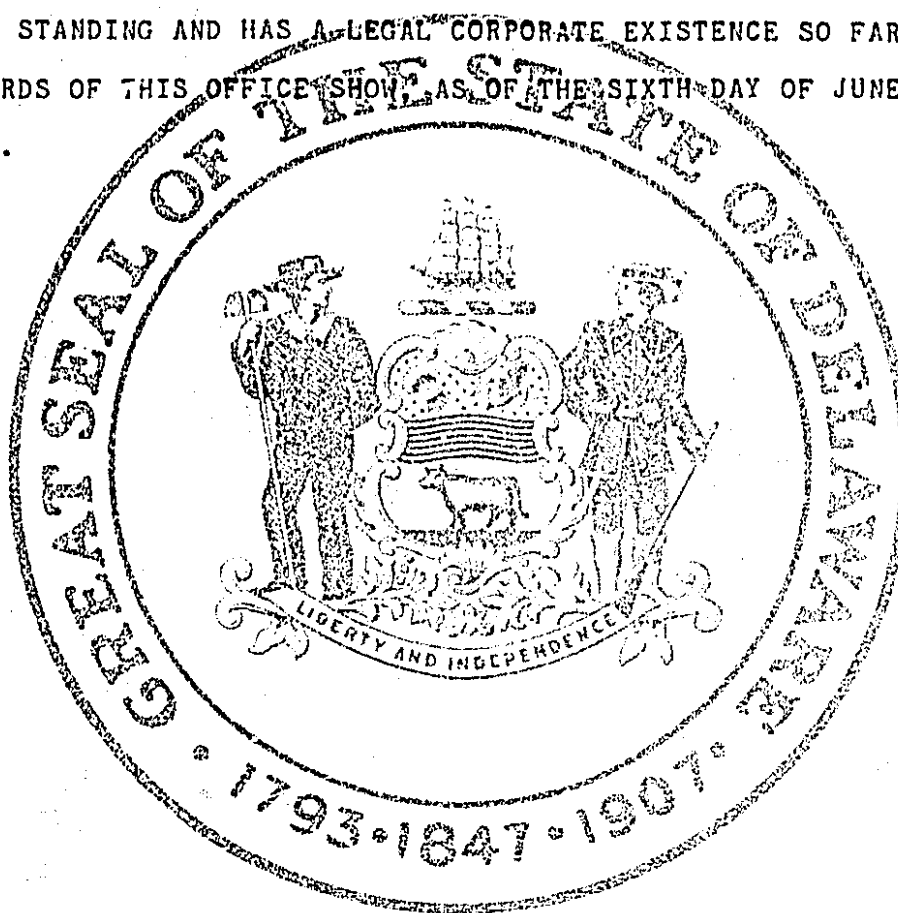
Each Officer elected as of April 19, 1995 to serve for the ensuing year or until his successor is duly elected or until his earlier resignation, death or removal from office.

Each Director elected as of April 20, 1995 to serve until the next annual meeting of stockholders of the Company or until their successors have been duly elected and have qualified.

State of Delaware
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HNC SOFTWARE 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 SIXTH DAY OF JUNE, A.D. 1995.



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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION: 7529572

DATE: 06-06-95