

# F95000004990

## TRANSMITTAL LETTER

**RECEIVED**

**TO: QUALIFICATION/TAX LIEN SECTION  
DIVISION OF CORPORATIONS**

900001566299  
-10/16/95--01016--028  
\*\*\*2400.00 \*\*\*2400.00

**SUBJECT:** Seer Technologies, Inc.  
(Name of corporation - must include suffix)

900001566299  
-08/22/95--01089--003  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

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:

Dennis McKinnie, Vice President and General Counsel  
(Name of Person)

Seer Technologies, Inc.  
(Firm/Company)

8000 Regency Parkway  
(Address)

Cary, NC 27511  
(City, State and Zip Code)

W95-17001

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

Cindy Sykes

(Name of Person)

at ( 919 ) 380 - 5122  
Area Code & Daytime Telephone Number

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**COURIER ADDRESS:**

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

**MAILING ADDRESS:**

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



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

August 23, 1995

DENNIS MCKINNIE  
SEER TECHNOLOGIES, INC.  
8000 REGENCY PARKWAY  
CARY, NC 27511

SUBJECT: SEER TECHNOLOGIES, INC.  
Ref. Number: W95000017001

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We have received your document for SEER TECHNOLOGIES, 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:

Section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, requires this office to collect a civil penalty of not less than \$500 or more than \$1000 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 entity qualified the year it began operations in this state. The amount due this office to cover both annual report and penalty fees is \$2400.00.

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.

If you have any questions concerning the filing of your document, please call (904) 487-6095.

Jennifer Sindt  
Document Examiner

Letter Number: 095A00039375

**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. Seer Technologies, 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  
(State or country under the law of which it is incorporated)
3. 13-3556562  
(FEI number, if applicable)
4. 6 March 1990  
(Date of incorporation)
5. perpetual  
(Duration: Year corp. will cease to exist or "perpetual")
6. 24 October 1993  
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.155, F.S.))
7. 8000 Regency Parkway  
Cary, NC 27511  
(Current mailing address)
8. To develop, market and provide consulting services for 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:**  
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: Carol Glospe  
(Registered agent's signature)

**Carol Glospe, Ass't Vice President**

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

A. DIRECTORS

SEE ATTACHED LIST

Chairman: \_\_\_\_\_

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

Vice Chairman: \_\_\_\_\_

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

Director: \_\_\_\_\_

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

Director: \_\_\_\_\_

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

B. OFFICERS

SEE ATTACHED LIST

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.

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

14.

Dennis McKinnie, Vice President and General Counsel

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

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## SEER TECHNOLOGIES, INC.

### OFFICERS

Mark J. Baric  
Executive Vice President, Chief  
Operating Officer  
Seer Technologies, Inc.  
8000 Regency Parkway  
Cary, NC 27511

Eugene Bedell  
President and Chief Executive  
Officer  
Seer Technologies, Inc.  
8000 Regency Parkway  
Cary, NC 27511

Robert C. Bicksler  
Executive Vice President, Chief  
Financial and  
Administrative Officer, and  
Corporate Secretary  
and Treasurer  
Seer Technologies, Inc.  
8000 Regency Parkway  
Cary, NC 27511

André Boisvert  
Sr. Vice President of Business  
Development  
Seer Technologies, Inc.  
8000 Regency Parkway  
Cary, NC 27511

Steven Dmiszewicki  
Vice President, Finance  
Seer Technologies, Inc.  
8000 Regency Parkway  
Cary, NC 27511

Leonid Erlikh  
Sr. Vice President, General Manager  
- Technology Division  
Seer Technologies, Inc.  
8000 Regency Parkway  
Cary, NC 27511

Linda Hayes  
Vice President, Client Services  
Seer Technologies, Inc.  
8000 Regency Parkway  
Cary, NC 27511

R.D. Jewell  
Sr. Vice President, General Manager  
- The Americas  
Seer Technologies, Inc.  
8000 Regency Parkway  
Cary, NC 27511

Dennis McKinnie  
Vice President and General Counsel  
Seer Technologies, Inc.  
8000 Regency Parkway  
Cary, NC 27511

Rajan Modi  
Vice President, General Manager -  
Application Development  
Technology  
Seer Technologies, Inc.  
8000 Regency Parkway  
Cary, NC 27511

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Ulf Paulsson  
Vice President, New Account Sales -  
EMEA  
Seer Technologies, Inc.  
8000 Regency Parkway  
Cary, NC 27511

Purshotam Rajani  
Vice President, General Manager -  
Distributed Technology  
Seer Technologies, Inc.  
8000 Regency Parkway  
Cary, NC 27511

Charles Riegel  
Sr. Vice President, Worldwide  
Marketing  
Seer Technologies, Inc.  
8000 Regency Parkway  
Cary, NC 27511

John Ryan  
Sr. Vice President, General Manager -  
EMEA  
Seer Technologies, Inc.  
8000 Regency Parkway  
Cary, NC 27511

Paul Sinclair  
Vice President, Customer  
Partnerships - EMEA  
Seer Technologies, Inc.  
8000 Regency Parkway  
Cary, NC 27511

Richard D. Spurr  
Vice President, Worldwide Strategic  
Alliances  
Seer Technologies, Inc.  
8000 Regency Parkway  
Cary, NC 27511

Vivek Wadhwa  
Executive Vice President and Chief  
Technical Officer  
Seer Technologies, Inc.  
8000 Regency Parkway  
Cary, NC 27511

Mark Wang  
Sr. Vice President, General Manager  
Asia Pacific  
Seer Technologies, Inc.  
8000 Regency Parkway  
Cary, NC 27511

Bryan A. Weisinger  
Vice President, Asia/Pacific Sales  
Seer Technologies, Inc.  
8000 Regency Parkway  
Cary, NC 27511

James B. Yent, Jr.  
Vice President, Customer  
Partnerships - The Americas  
Seer Technologies, Inc.  
8000 Regency Parkway  
Cary, NC 27511

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## **DIRECTORS**

Eugene Bedell  
Seer Technologies, Inc.  
8000 Regency Parkway  
Cary, NC 27511

Robert A. Minicucci (Chairman of  
the Board)  
Welsh, Carson, Anderson & Stowe  
One World Financial Center, Ste  
3601  
New York, NY 10281

Anthony J. de Nicola  
Welsh, Carson, Anderson & Stowe  
One World Financial Center, Ste  
3601  
New York, NY 10281

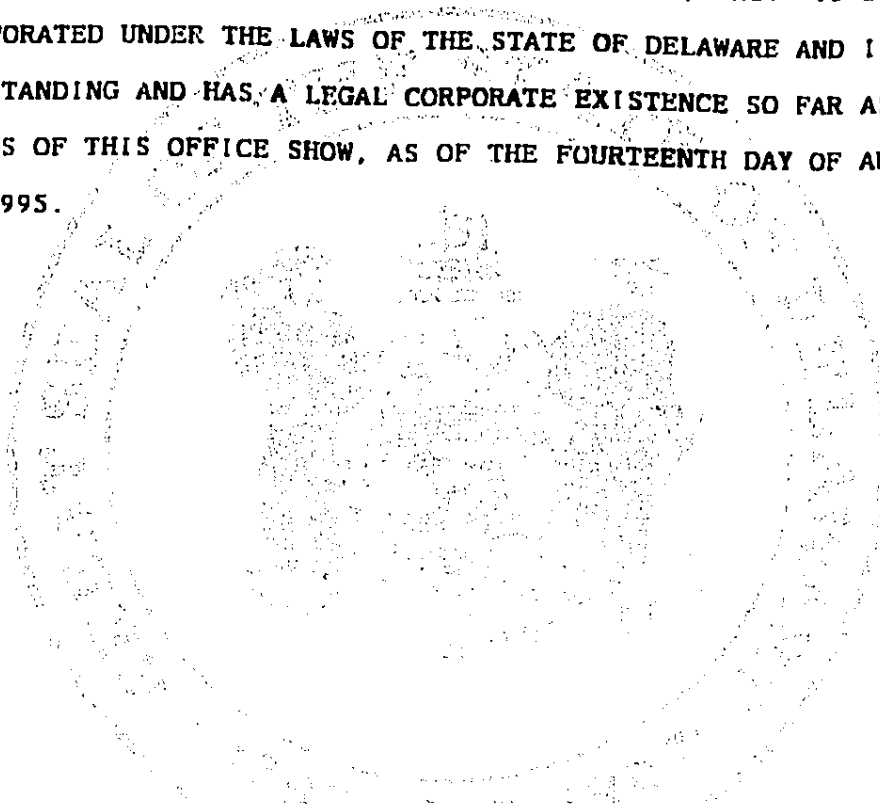
Bruce K. Anderson  
Welsh, Carson, Anderson & Stowe  
One World Financial Center, Ste  
3601  
New York, NY 10281

Frank T. Cary  
Office of Retired Chairman & CEO  
208 Harbor Drive  
Stamford, CT 06904

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State of Delaware  
Office of the Secretary of State PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SEER TECHNOLOGIES, 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 FOURTEENTH DAY OF AUGUST, A.D. 1995.



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*Edward J. Freel*

Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE: 7606538

08-14-95

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