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1201 HAYS STREET
MASSACHUSETTS
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95 NOV 17 PM 12:07
DIVISION OF CORPORATION

ACCOUNT NO. : 072100000032
REFERENCE : 739204 869010
AUTHORIZATION :
COST LIMIT : • PPD

ORDER DATE : November 17, 1995
ORDER TIME : 9:43 AM
ORDER NO. : 739204
CUSTOMER NO: 869010

W95-22862

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-11/17/95--01047--010
****122.50 ****122.50

CUSTOMER: Mr Melvin Maldonado
Prentice Hall Legal &
375 Hudson Street
New York, NY 10014

Conflict
528699

FOREIGN FILINGS

NAME: LOGIC WORKS INC.

 PROFIT
 NON-PROFIT

 CORPORATE
 LIMITED PARTNERSHIP

XXXX QUALIFICATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXXX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sebrana Randolph

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9/12/12
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DIVISION OF CORPORATIONS
95 DEC 12 PM 1:27

Mark S. Finkel, Secretary of Logic Works, Inc. a corporation duly organized under the laws of the State of Delaware, does hereby certify that the following is a true and correct copy of a resolution of the Board of Directors of said corporation, adapted at a special meeting held on the 8th day of November, 1995.

"RESOLVED, that, inasmuch as this corporation desires to transact business in the State of Florida, and inasmuch as the Board of Directors has been advised that the name of this corporation is not available for corporate use in the State of Florida, this corporation adopt the alternate name **Logic Works Software, Inc.** for use in transacting business in the State of Florida pursuant to Section 607.1506, Florida Business Corporation Act; and

"FURTHER RESOLVED, that the officers of the corporation be and hereby are authorized and directed to cause any and all required documents to be prepared, executed, and filed so that this corporation may obtain a Certificate of Authority pursuant to the Florida Business Corporation Act, and to cause this corporation to use the said alternate name in the transaction of business in the State of Florida."



Mark S. Finkel, Secretary

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**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. Loare Works, 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. 22-2663477
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 9-16-85 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. September 1995
(Date first transacted business in Florida. (See sections 607.1801, 607.1802, and 617.185, F.S.)

7. 1060 Route 206
Princeton N.J. 08540
(Current mailing address)

8. Computer Software Development and Sales Company
(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: Maura A. Hawner, 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.

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

A. DIRECTORS

Chairman: Benjamin C. Cohen
Address: 2 Andrews Lane
Princeton, N.J. 08540

Vice Chairman: _____
Address: _____

Director: Robert E. Davoli
Address: 153 Watson Rd
Belmont MA 02178

Director: Charles Federman
Address: Broadview Associates L.P.
One Bridge Plaza, East Lee, N.J. 07024.

B. OFFICERS

President: Benjamin C. Cohen
Address: 2 Andrews Lane
Princeton N.J. 08540

Vice President: Anthony J. Maddalone
Address: 5 Dorset Ct
Princeton NJ 08540

Secretary: Mark S Finkel
Address: 182 Hillside Ave
Englewood NJ 07631

Treasurer: _____
Address: _____

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

13. Anthony J. Maddalone
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

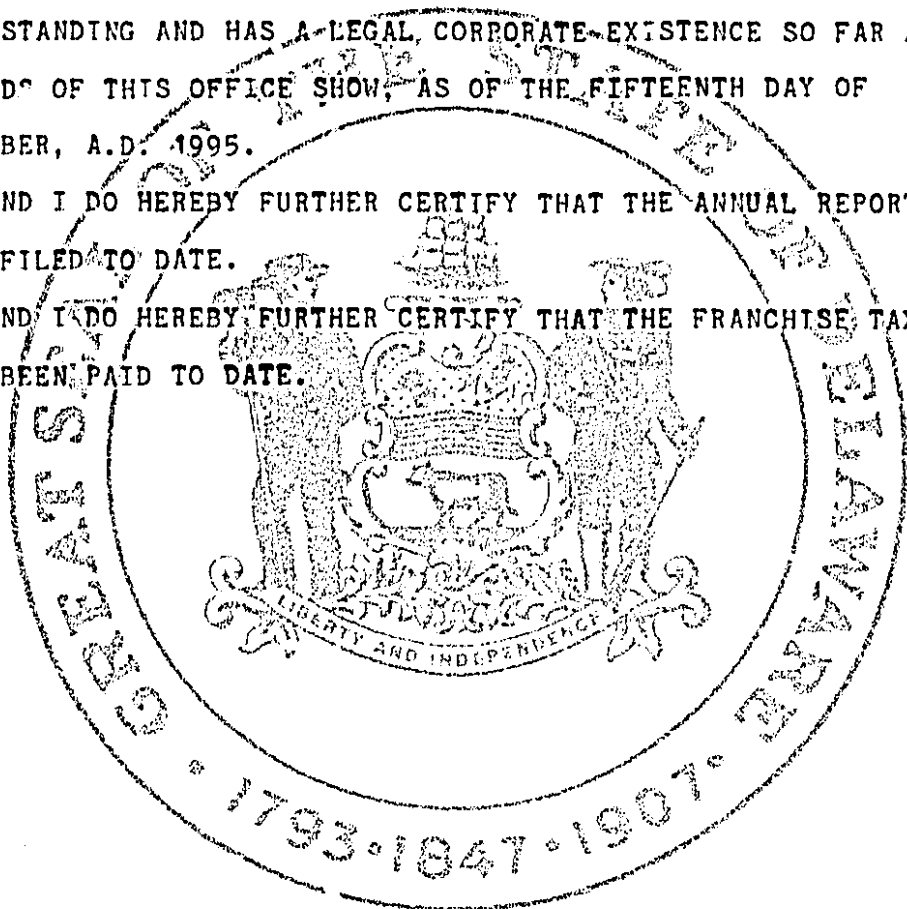
14. ANTHONY J. MADDALONE - VICE PRESIDENT.
(Typed or printed name and capacity of person signing application)

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "LOGIC WORKS, 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 FIFTEENTH DAY OF NOVEMBER, A.D. 1995.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



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Edward J. Freel

Edward J. Freel, Secretary of State



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AUTHENTICATION: 7713004

DATE: 11-15-95