

F96000002929

TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

7000001858247
-00/11/96--01111--019
*****78.75 *****78.75

SUBJECT: INTERGRAPH SERVICES COMPANY
(Name of corporation - must include suffix)

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:

LEIGH HALLADAY
(Name of Person)
INTERGRAPH SERVICES COMPANY
(Firm/Company)
PO Box 6724
(Address)
HUNTSVILLE, AL 35824
(City/State/Zip)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUN 12 AM 8:39

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6/12

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

LEIGH HALLADAY at (205) 730-1626
(Name of Person) (Area Code & Daytime Telephone Number)

COURIER ADDRESS:

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

MAILING ADDRESS:

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

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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. INTERGRAPH SERVICES COMPANY
(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)
DECEMBER 21, 1990
3. 62-1478078
(FBI number, if applicable)
4. _____
(Date of Incorporation)
5. PERPETUAL
(Duration: Year corp. will cease to exist or "perpetual")
6. UPON QUALIFICATION
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. P.O. Box 6724
HUNTSVILLE AL 35824
(Current mailing address)
8. TECHNICAL SUPPORT SERVICES
(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: (P.O. Box or Mail Drop Box **NOT** acceptable)
Name: C T Corporation System
Office Address: 1200 South Pine Island Road
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.


(Registered agent's signature)
John J. Masters, Assistant Secretary

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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SECRETARY OF STATE

12. Names and addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: WILLIAM F. SUTTON

Address: ONE MADISON INDUSTRIAL PARK HUNTSVILLE AL 35894

Director Vice-Chairman: LARRY LASTER

Address: SAME

Director: PENMAN GILSON

Address: SAME

Director: SCOTT HENRIKSON NEWTON

Address: SAME

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: DANNY C. JEFFREYS

Address: SAME

Vice President: _____

Address: _____

Secretary: KEITH FROST

Address: SAME

Treasurer: KEITH FROST

Address: SAME

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

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

14. KEITH FROST SECRETARY / TREASURER
(Typed or printed name and capacity of person signing application)

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DIVISION OF CORPORATIONS
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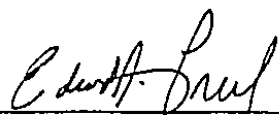
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Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "INTERGRAPH SERVICES COMPANY" 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 TENTH DAY OF MAY, A.D. 1996.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUN 12 AM 8:39




Edward J. Freel, Secretary of State

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AUTHENTICATION: 7940778

DATE: 05-10-96



THE UNITED STATES
CORPORATION
COMPANY

F96000002929

ACCOUNT NO. : 072100000032

REFERENCE : 329483 7105699

AUTHORIZATION : *Patricia Potts*

COST LIMIT : \$ 35.00

ORDER DATE : April 14, 1997

ORDER TIME : 9:28 AM

ORDER NO. : 329483-005

CUSTOMER NO: 7105699

CUSTOMER: Ms. Patti Potts
Intergraph Corporation
Mail Stop Hq034

Huntsville, AL 35894-0001

CHANGE OF AGENT

NAME: INTERGRAPH SERVICES COMPANY

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY

CONTACT PERSON: Warren Whittaker

4/15/97
<i>Don</i>
<i>Don</i>
<i>Don</i>
<i>Don</i>
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CA change

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FILED
97 APR 15 PM 3:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
97 APR 15 AM 10:39
DIVISION OF CORPORATION

Florida Department of State, Sandra B. Mortham, Secretary of State

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Delaware submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1a. The name of the corporation is: INTERGRAPH SERVICES COMPANY

1b. The mailing address of the corporation is: P.O. Box 6726, Huntsville, AL 35896

1c. Date of incorporation: June 12, 1996 Document number: F96000002929

2. The name and address of the current registered agent and office:

C T Corporation System
1200 South Pine Island Road
Plantation, Florida 33324

3. The name and address of the new registered agent and office: (P.O. Box Not Accepted)

Corporation Service Company
1201 Nays Street
Tallahassee, Florida 32301

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

Larry J. Laster
(Signature of an officer, chairman or
vice chairman of the board)

3-27-97
(Date)

Larry J. Laster, Vice President

(Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, 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 obligation of my position as registered agent.

Corporation Service Company

By: Rachel Searcy
(Signature of Registered Agent)

4-14-97
(Date)

If signing on behalf of an entity:

Rachel Searcy
(Typed or Printed Name)

Asst. Vice Pres.
(Capacity)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA