

SECOND NOTICE: CORPORATION WILL BE DISSOLVED ON OR AFTER SEPTEMBER 17, 1997.  
AMOUNT DUE ON OR BEFORE 9/17/97: \$550 (IF DISSOLVED, MINIMUM AMOUNT DUE TO REINSTATE: \$750.)

FILED  
Sep 17 1997 8:00am  
Secretary of State

PROFIT CORPORATION ANNUAL REPORT <b>1997</b>		FLORIDA DEPARTMENT OF STATE <b>Sandra B. Mortham</b> Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # **F96000004847 (7)**

1. Corporation Name  
**FTP SOFTWARE, INC.**



Principal Place of Business <b>100 BRICKSTONE SQUARE ANDOVER MA 01810</b>	Mailing Address <b>100 BRICKSTONE SQUARE ANDOVER MA 01810</b>
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified <b>09/20/1996</b>		3a. Date of Last Report	
21 Suite, Apt. #, etc.		26 Suite, Apt. #, etc.		4. FEI Number <b>04-2906463</b>		Applied For Not Applicable	
22 City & State		27 City & State		5. Certificate of Status Desired <input type="checkbox"/>		<b>\$8.75 Additional Fee Required</b>	
23 Zip		28 Zip		6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>		<b>\$5.00 May Be Added to Fees</b>	
24 Country		29 Country		30		8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input type="checkbox"/> No	

9. Name and Address of Current Registered Agent <b>CORPORATION SERVICE COMPANY 1201 HAYS STREET TALLAHASSEE FL 32301-2525</b>				10. Name and Address of New Registered Agent			
				81 Name			
				82 Street Address (P.O. Box Number is Not Acceptable)			
				83			
				84 City			
				FL 85 Zip Code			

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE \_\_\_\_\_  
Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when reinstating) DATE \_\_\_\_\_

12. OFFICERS AND DIRECTORS				13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12			
TITLE	PD	<input type="checkbox"/> DELETE		1.1 TITLE	C/PD <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition		
NAME	HAZARD, GLENN C			1.2 NAME			
STREET ADDRESS	1566 PANAMA PLACE			1.3 STREET ADDRESS	8032 Enon Church Rd		
CITY-ST-ZIP	DAYTON OH			1.4 CITY-ST-ZIP	The Plains, VA 20198		
TITLE	V	<input type="checkbox"/> DELETE		2.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition		
NAME	AUGUN, BARBARA A			2.2 NAME			
STREET ADDRESS	1000H SPRING VALLEY DRIVE			2.3 STREET ADDRESS	114 Old Village Lane		
CITY-ST-ZIP	ANDOVER MA			2.4 CITY-ST-ZIP	North Andover, MA 01845		
TITLE	V	<input type="checkbox"/> DELETE		3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition		
NAME	BACKMAN, LAWRENCE A			3.2 NAME			
STREET ADDRESS	60 STRAWBERRY HILL ROAD			3.3 STREET ADDRESS			
CITY-ST-ZIP	ACTON MA			3.4 CITY-ST-ZIP			
TITLE	V	<input checked="" type="checkbox"/> DELETE		4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition		
NAME	BOSTROM, SUSAN L			4.2 NAME	* see Exhibit A for		
STREET ADDRESS	107 VIA DEL POZO			4.3 STREET ADDRESS	List of Directors & Officers		
CITY-ST-ZIP	LOS ALTOS CA			4.4 CITY-ST-ZIP			
TITLE	V	<input type="checkbox"/> DELETE		5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition		
NAME	CARMERIS, DEAN L			5.2 NAME			
STREET ADDRESS	20 HIGATE ROAD			5.3 STREET ADDRESS			
CITY-ST-ZIP	CHELMSFORD MA			5.4 CITY-ST-ZIP			
TITLE	V	<input type="checkbox"/> DELETE		6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition		
NAME	FLOOD, DOUGLAS F			6.2 NAME	9000002298609		
STREET ADDRESS	40 CONSTITUTION DRIVE			6.3 STREET ADDRESS	-09/19/97--01106--028		
CITY-ST-ZIP	SOUTHBRO MA			6.4 CITY-ST-ZIP	***550.00		

14. I do hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE \_\_\_\_\_

CR2E034 (4/97)

**EXHIBIT A**

**FTP SOFTWARE, INC.  
DIRECTORS AND OFFICERS**

**A. OFFICERS**

<b><u>TITLE</u></b>	<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>
President and Chief Executive Officer	Glenn C. Hazard	8052 Enon Church Road The Plains, VA 20198
Vice President	Barbara A. Augun	114 Old Village Lane North Andover, MA 01845
Vice President of Research	Lawrence A. Backman	60 Strawberry Hill Road Acton, MA 01720
Vice President of Customer Support	Dean L. Carmeris	20 Higate Road Chelmsford, MA 01824
Senior Vice President of Business Development and Planning, General Counsel and Clerk	Douglas F. Flood	40 Constitution Drive Southboro, MA 01772
Vice President	Anik Ganguly	37473 East Meadowhill Drive Northville, MI 48167
Vice President of Finance, Treasurer and Controller	John F. Geraghty	34 Beacon Street Stoneham, MA 02180
Vice President of Engineering	Robert J. Hathaway	4 Fairview Drive Westford, MA 01886
Vice Chairman, Senior Vice President/General Manager, IP Technology Business Unit	John A. Kimberley	Widney House 60 Four Acres Road Bentley Heath, Solihull B93 8LX United Kingdom
Senior Vice President / General Manager, VIP Network™ Applications Business Unit	Dennis Leibl	201 Newbury Street, Suite 204 Boston, MA 02116
Vice President	Jonathan A. Rodin	43 Woodchester Road Dorridge, West Midlands B93 8EN United Kingdom
Vice President of Strategy and Corporate Development.	Mordecai B. Rosen	11425 Hollowstone Drive Rockville, MD 20852
Vice President of Human Resources	Robert D. Sanchez	15 Daniels Road Mendon, MA 01756
Chief Technology Officer	Peter R. Simkin	Upper Welford House Welford On Avon Warwickshire CV37 8HD United Kingdom
Senior Vice President and Chief Financial and Operating Officer	James A. Tholen	182 River Park Drive Great Falls, VA 22066

EXHIBIT A

FTP SOFTWARE, INC.  
CERTIFICATE OF CHANGE OF DIRECTORS OR OFFICERS  
OF DOMESTIC BUSINESS

**B. DIRECTORS**

<u>NAME</u>	<u>ADDRESS</u>
Kevin J. Burns	12409 Beal Spring Road Potomac, MD 20854
Vinton G. Cerf	3614 Camelot Drive Annandale, VA 22003
David D. Clark	329 Heaths Bridge Road Concord, MA 01742
F. David Fowler	8450 Newbridge Drive Potomac, MD 20854
Glenn C. Hazard	8052 Enon Church Road The Plains, VA 20198
John A. Kimberley	Widney House 60 Four Acres Road Bentley Heath, Solihull B93 8LX
Louise A. Mathews	4207 38 <sup>th</sup> Street, NW Washington, DC 20016