

F96000005045

904-222-0391 FAX



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96 OCT -1 AM 11:30

ACCOUNT NO. DIVISION OF CORPORATIONS

REFERENCE : 101838 4363867

AUTHORIZATION :

COST LIMIT : \$ 70.00

Patricia Pizutto

ORDER DATE : September 27, 1996

ORDER TIME : 10:32 AM

ORDER NO. : 101838

CUSTOMER NO: 4363867

400001961424

CUSTOMER: Alison L. Palmer, Legal Asst
The Thomson Corporation
4th Floor
One Station Place
Stamford, CT 06902

FOREIGN FILINGS

NAME: THOMCORP. NO. 10 INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Clint Fuhrman

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 OCT -1 PM 1:50
12/10/11

**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. THOMCORP. NO. 10 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. Applied For

(FEI number, if applicable)

4. 6-12-96

(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. One Station Place

Stamford, CT 06902

(Current mailing address)

8. Holding 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:**

Name: The Prentice-Hall Corporation System, Inc.

Office Address: 1201 Hays Street

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.

By: Tim Schach

(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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SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 OCT -1 PM 1:51

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

A. DIRECTORS

Chairman: See Attached List

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See Attached

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. Michael S. Harris, Vice-President
(Typed or printed name and capacity of person signing application)

Directors and Officers
THOMCORP. NO. 10 INC.

09/26/1996

DIRECTORS:

Edward A. Friedland Director
Primary : The Thomson Corporation
Address : One Station Place, 4th Floor
 Stamford, CT 06902

Michael S. Harris Director
Primary : The Thomson Corporation
Address : One Station Place
 Stamford, CT 06902

James W. Schroeder Director
Primary : The Thomson Corporation
Address : One Station Place
 Stamford, CT 06902

OFFICERS:

W. Michael Brown President/Chief Executive Officer
Primary : The Thomson Corporation
Address : One Station Place
 Stamford, CT 06902

Kenneth A. Carson Assistant Secretary/Associate General
 Counsel
Primary : The Thomson Corporation
Address : One Station Place, 4th Floor
 Stamford, CT 06902

Dawn L. Ehlers Assistant Secretary
Primary : The Thomson Corporation
Address : One Station Place
 Stamford, CT 06902

Edward A. Friedland Assistant Secretary/Assistant General
 Counsel
Primary : The Thomson Corporation
Address : One Station Place, 4th Floor
 Stamford, CT 06902

Michael S. Harris Vice President/Secretary/General
 Counsel
Primary : The Thomson Corporation
Address : One Station Place
 Stamford, CT 06902

Nigel R. Harrison Executive Vice President
Primary : The Thomson Corporation
Address : One Station Place
 Stamford, CT 06902

David J. Hulland Vice President

Primary : The Thomson Corporation
Address : One Station Place, 6th Floor
Stamford, CT 06902

Leslie Ilaw Vice President
Primary : The Thomson Corporation
Address : One Station Place, 6th Floor
Stamford, CT 06902

Susan Kennedy Assistant Secretary/Associate General
Counsel
Primary : The Thomson Corporation
Address : One Station Place
Stamford, CT 06902

Mark D. Knight Assistant Secretary
Primary : The Thomson Corporation PLC
Address : The Quadrangle
P.O. Box 4YG, 180 Wardour Street
London W1A 4YG ENGLAND

Amy Meltzer-Hughson Assistant Secretary/Associate General
Counsel
Primary : The Thomson Corporation
Address : One Station Place, 4th Floor
Stamford, CT 06902

David J. Mittlestadt Vice President
Primary : Thomson Holdings Inc.
Address : One Station Place, 6th Floor
Stamford, CT 06902

James W. Schroeder Vice President
Primary : The Thomson Corporation
Address : One Station Place
Stamford, CT 06902

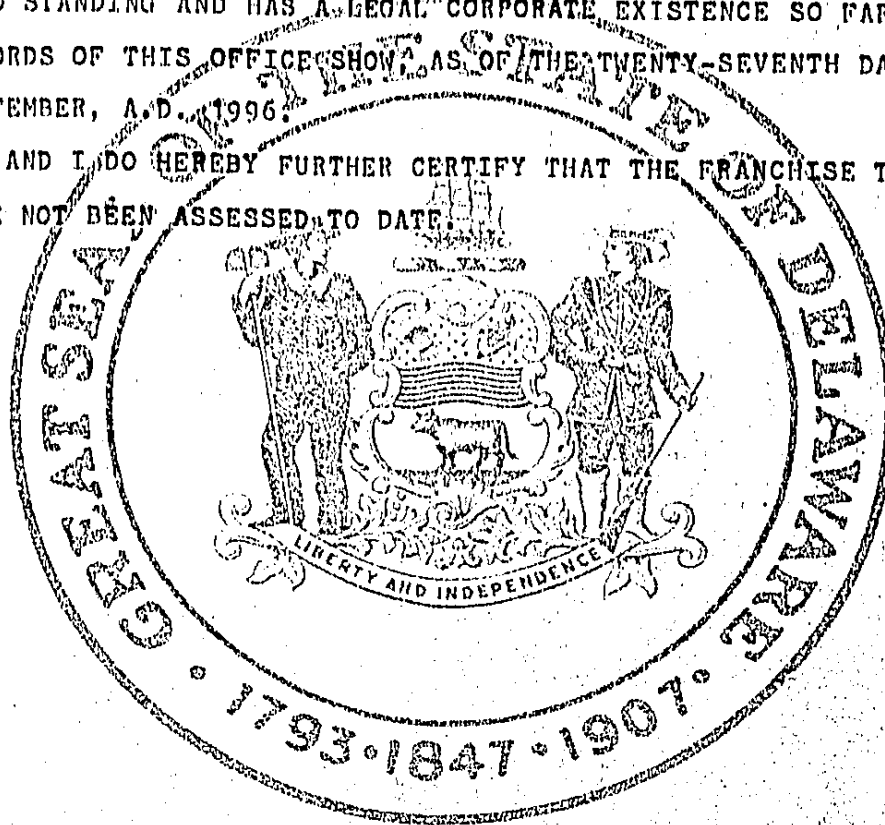
Gerald D. Tenser Vice President
Primary : The Thomson Corporation
Address : One Station Place
Stamford, CT 06902

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 "THOMCORP. NO. 10 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 TWENTY-SEVENTH DAY OF SEPTEMBER, A.D. 1996.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 OCT - 1 PM 1:50



Edward J. Freel

Edward J. Freel, Secretary of State

2633672 8300

960282468

AUTHENTICATION:

8124877

DATE:

09-27-96

F96000005045



ACCOUNT NO. : 072100000032

REFERENCE : 528270 4332209

AUTHORIZATION :

COST LIMIT : \$ 35.00

ORDER DATE : September 12, 1997

ORDER TIME : 11:33 AM

ORDER NO. : 528270-005

CUSTOMER NO. : 4332209

CUSTOMER: Ms. Alison Palmer
The Thomson Corporation
One Station Place

Stamford, CT 06902

100002293431--8

FILED
97 SEP 15 PM 3:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FOREIGN FILINGS

NAME: THOMCORP NO. 10 INC.

☐ PROFIT
☐ NON-PROFIT

☐ CORPORATE
☐ LIMITED PARTNERSHIP

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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

CONTACT PERSON: Karen B. Rozar

RECEIVED
97 SEP 15 PM 2:04
DIVISION OF CORPORATION

NO
DEC 9/15

SECTION I
(1-3 MUST BE COMPLETED)

97 SEP 15 PM 3:46
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

- Vice President
Title

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 THAT THE SAID "THOMCORP. NO. 10 INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "THOMSON U.S. HOLDINGS INC.", THE TWENTY-SEVENTH DAY OF DECEMBER, A.D. 1996, AT 9:01 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.



Edward J. Freel

Edward J. Freel, Secretary of State

2633672 8320

971305681

AUTHENTICATION:

8648779

DATE:

09-12-97