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C T CORPORATION SYSTEM

Requestor's Name
660 East Jefferson Street

Address
Tallahassee, Florida 32301

City State Zip Phone

CORPORATION(S) NAME

600001988566--8
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*****70.00 *****70.00

Engineering Animation, Inc. He 10/29

SECRETARY OF STATE
DIVISION OF CORPORATIONS
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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. Engineering Animation, 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. 42-1323712
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. December 15, 1995 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. September 2, 1996
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)

7. 2321 North Look Drive
Ames, Iowa 50010
(Current mailing address)

8. To conduct any lawful act or activity for which corporations may be qualified under the Florida General Corporation Act. 3D computer animation software and custom 3D animation products, plus all other lawful acts
(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: C T Corporation System

Office Address: 1200 S. Pine Island Road

Plantation, Florida, 33324

(Zip Code)

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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.

Corporation Service Company

By: [Signature]

(Registered agent's signature)

JEFFREY R. GRAYES, Asst. Secy.

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.

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

A. DIRECTORS

~~Chairman:~~ Director: Matthew M. Rizal
Address: 2321 North Loop Drive
Ames, Iowa 50010

~~Vice Chairman:~~ Director: Martin J. Vanderploeg & Jamie Wade
Address: 2321 North Loop Drive
Ames, Iowa 50010

Director: Laurence J. Kirshbaum
Address: 1271 Avenue of the Americas
New York, New York 10020

Director: Michael Crow
Address: 34 Sunnyside Place
Irving, New York 10533

B. OFFICERS

President: Matthew M. Rizal
Address: 2321 North Loop Drive
Ames, Iowa 50010

Vice President: Martin J. Vanderploeg
Address: 2321 North Loop Drive
Ames, Iowa 50010

Secretary: Jamie A. Wade
Address: 2321 North Loop Drive
Ames, Iowa 50010

Treasurer: Matthew M. Rizal
Address: 2321 North Loop Drive
Ames, Iowa 50010

See attachment for more officers

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

13. Jamie A. Wade Secretary X
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application.)

14. JAMIE A. WADE, SECRETARY
(Typed or printed name and capacity of person signing application)

**ENGINEERING ANIMATION, INC.
OFFICERS**

Officers

⋮

Michael K. Jewell - **Vice President**
2625 North Loop Drive
Ames, Iowa 50010

Jay E. Shannan - **Vice President**
2625 North Loop Drive
Ames, Iowa 50010

Jeff D. Trom - **Vice President**
2625 North Loop Drive
Ames, Iowa 50010

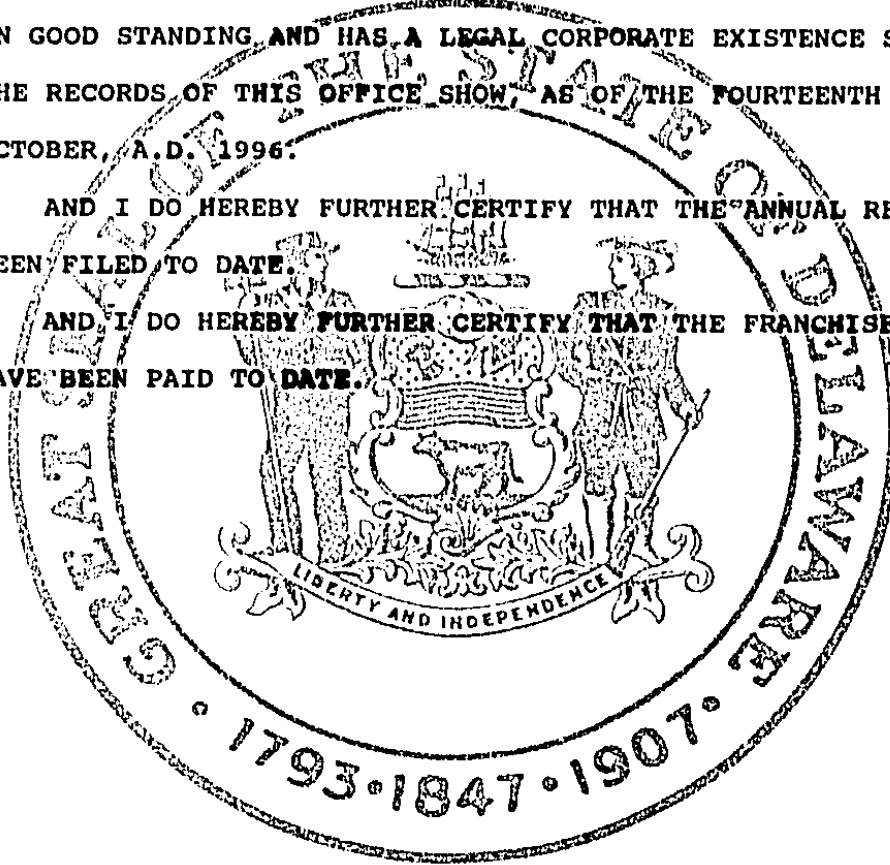
Michael J. Jablo - **Vice President**
2625 North Loop Drive
Ames, Iowa 50010

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ENGINEERING ANIMATION, 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 OCTOBER, A.D. 1996.

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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SECRETARY OF STATE
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Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION:

DATE:

8145367

10-14-96