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OF COUNSEL  
PAUL E. LYNCH  
(ALSO ADMITTED IN CALIFORNIA)

October 23, 1996

**REGISTERED MAIL  
RETURN RECEIPT REQUESTED**

Corporations  
Foreign Section  
P.O. Box 6327  
Tallahassee, FL 32314

200001989012--6  
-10/29/96--01119--005  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

RE: Atlantic Data Services, Inc.

Dear Sir/Madam:

W96-230979

Enclosed please find the following documents regarding the above-referenced corporation:

- 1) Two Original Applications for Certificate of Authority for the State of Florida;
- 2) One Certificate of Legal Existence dated October 23, 1996; and
- 3) One check in the amount of \$ 70.00 made payable to the Secretary of State of Florida.

9/11/14

Please file these documents. If you need any additional information regarding this matter, please contact me as soon as possible.

Thank you for your cooperation in this matter.

Very truly yours,

  
Kathleen M. Carolan

Enclosures  
KMC:jw

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION  
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. ATLANTIC DATA SERVICES, 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. MASSACHUSETTS  
(State or country under the law of which it is incorporated)
3. \_\_\_\_\_  
(FEI number, if applicable)
4. MARCH 25, 1980  
(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 817.156, F.S.))
7. ONE BATTERYARCH PARK  
QUINCY, MASSACHUSETTS 02169  
(Current mailing address)
8. PROVIDE SOFTWARE CONSULTING SERVICES TO THE FINANCIAL SERVICES INDUSTRY  
GENERALLY AND TO ALL THOSE THINGS SET FORTH IN EXHIBIT A ATTACHED HERETO.  
(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: c/o C T Corporation System, 1200 South Pine Island Road

Plantation, Florida, 33324  
(Zip Code)

10. Registered agent 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.*

C T CORPORATION SYSTEM

Patricia A. Canario

(Registered agent's signature) (Officer)

PATRICIA A. CANARIO,  
SPECIAL ASSISTANT SECRETARY

(Type Name and Title of Officer)

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TALLAHASSEE FLORIDA

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: ROBERT W. HOWE

Address: ATLANTIC DATA SERVICES, INC.

ONE BATTERYMARCH PARK, QUINCY, MASSACHUSETTS 02169

Vice Chairman: WILLIAM H. GALLAGHER

Address: ATLANTIC DATA SERVICES, INC.

ONE BATTERYMARCH PARK, QUINCY, MASSACHUSETTS 02169

Director: LEE M. KENNEDY

Address: ATLANTIC DATA SERVICES, INC.

ONE BATTERYMARCH PARK, QUINCY, MASSACHUSETTS 02169

Director: DAVID HODGSON

Address: ATLANTIC DATA SERVICES, INC.

ONE BATTERYMARCH PARK, QUINCY, MASSACHUSETTS 02169

B. OFFICERS

DIRECTOR: GEORGE RAYMOND  
ATLANTIC DATA SERVICES, INC.  
ONE BATTERYMARCH PARK, QUINCY, MASSACHUSETTS

President: WILLIAM H. GALLAGHER

Address: ATLANTIC DATA SERVICES, INC.

ONE BATTERYMARCH PARK, QUINCY, MASSACHUSETTS 02169

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_

Clerk  
Secretary: WILLIAM H. GALLAGHER

Address: ATLANTIC DATA SERVICES, INC.

ONE BATTERYMARCH PARK, QUINCY, MASSACHUSETTS 02169

Treasurer: SUSAN L. GORMAN

Address: ATLANTIC DATA SERVICES, INC.

ONE BATTERYMARCH PARK, QUINCY, MASSACHUSETTS 02169

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

13. *William H. Gallagher*

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

14. *William H. Gallagher President*

(Typed or printed name and capacity of person signing application)

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## **EXHIBIT A**

- a. To conduct a business of performing computer services for the scientific, technical and engineering professions;
- b. To devise formulae and programs for the development, accumulation, processing, analysis, presentation, distribution and recording of data required for clients engaged in professional services, research or publication in the fields of medicine (including paramedical areas of practice, research and study), physics, chemistry, biology, astronomy, engineering and other scientific and technical fields;
- c. To render professional data processing services and computer services and consulting and planning services in connection therewith;
- d. To develop, devise, design, and manufacture computers and computer programming equipment and systems, and to prepare or manufacture and distribute the resulting products at wholesale, at retail, or on commission consignment, including research, development, or production contracts for public agencies, research or educational institutions, professional groups and business units;
- e. To maintain one or more data banks or any other type of library or storage facilities for scientific and technical data or for the results of research, development and design work of the Corporation or of any other agency and to buy, sell, lease, license and exchange data, data systems or data collections or storage modules or units;
- f. To acquire patents, copyrights and other interests or forms of protection of interests or rights, including the power to purchase, lease, license or receive grants or gifts of interests from the owners of an existing patent or other rights, and to sell, assign, lease or license such rights or interests thereunder to others;
- g. To acquire by purchase, lease or license space and facilities for research, development, design, production, analysis and storage activities for scientific or technical data or for other operations of the Corporation for administrative purposes, including the power to construct new facilities or to expand or improve existing facilities and the power to enter into condominium, compound lease, cross-licensing or other joint or cooperative programs for the acquisition or development of operational or administrative space; and to acquire, maintain and operate wholesale or resale distribution outlets for its products;

- h. To enter into any type of syndicate, joint enterprise or other combination of corporate or non-corporate business organizations or entities for the furtherance of its operational activities, including its wholesale and retail trading business;
- i. To do all things necessary, appropriate or ancillary to the conduct of a general computer services business;
- j. To buy, own, sell, develop, maintain, lease and/or operate and otherwise deal with, either for itself or for others, real and personal property of any kind whatsoever and to do all things and carry on all activities necessary or incidental thereto;
- k. To carry on any manufacturing, mercantile, selling, management, service or other business, transaction or activity which may be lawfully carried on by a corporation organized under Mass. Gen. Laws. ch. 156B, as amended (or the provisions of any substituted chapter of the General Laws of the Commonwealth of Massachusetts, dealing with the same general subject matter or such Chapter as now in effect, which may hereafter be enacted);
- l. To transfer to other persons or corporations, by grant, license, franchise, or other method, the right or privilege to carry on any kind of business on such terms as the Corporation shall deem expedient or proper;
- m. To acquire the goodwill, business, property or assets (including a trademark, trade name or trade style), and to assume or undertake the whole or any part of the liabilities of any person, firm, association or corporation and to pay for the same in cash, stock, bonds, debentures or other securities of the Corporation, or otherwise, as the Board of Directors may determine;
- n. To carry on any business, transaction or activity through a wholly or partly-owned subsidiary;
- o. To carry on any business, transaction, or activity referred to in the foregoing paragraphs to the same extent as might an individual, whether as principal, agent, contractor or otherwise, and either alone or in conjunction with any corporation, association, trust, firm, individual or government agency, and to be a general partner, managing general partner, partner and/or limited partner in a partnership or limited partnership engaged in any business enterprise which it would have power to conduct by itself;

- p. To have as additional purposes all powers granted and conferred by the laws of the Commonwealth of Massachusetts upon business corporations organized under chapter 156B (or any such substituted chapter) of the general laws of Massachusetts, provided, however, that no such purpose shall include any activity inconsistent with such Chapter 156B (or any such substituted chapter), or any other applicable provisions of the General Laws of Massachusetts and/or the laws of the State of Florida.



William Francis Galvin  
Secretary of the  
Commonwealth

# *The Commonwealth of Massachusetts*

*Secretary of the Commonwealth*

*State House, Boston, Massachusetts 02188*

October 23, 1996

To Whom It May Concern :

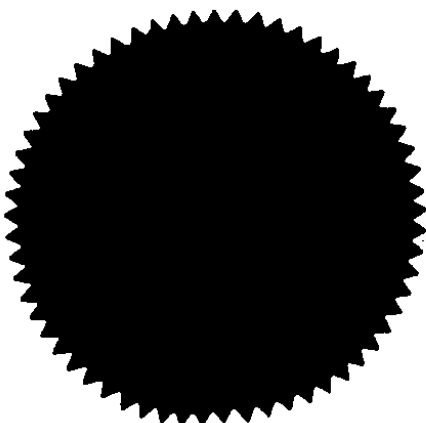
I hereby certify that,

**Atlantic Data Services, Inc.**

appears by records of this office to have been incorporated under the General Laws of this Commonwealth on **March 25, 1980.**

I also certify that so far as appears of record here, said corporation still has legal existence.

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TALLAHASSEE, FLORIDA



In testimony of which,

I have hereunto affixed the

**Great Seal of the Commonwealth**

on the date first above written.

*William Francis Galvin*

Secretary of the Commonwealth

NEM

\* MGL Chapter 156B Section 83A provides that certain consolidations and mergers may be filed with the division within thirty days after the effective date of the merger or consolidation.