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F96000006303

ACCOUNT NO. : 072100000032
REFERENCE : 156669 4312752
AUTHORIZATION : Patricia P. [Signature]
COST LIMIT : \$ 70.00

RECEIVED
96 DEC -4 AM 10:38
DIVISION OF CORPORATION

ORDER DATE : November 15, 1996

ORDER TIME : 9:49 AM

ORDER NO. : 156669-005

200002019352--8

CUSTOMER NO: 4312752

CUSTOMER: Peggy A. Olko, Legal Asst
Shipman & Goodwin LLP
1 American Row

Hartford, CT 06103

FOREIGN FILINGS

NAME: OPEN SOLUTIONS 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: Karen B. Rozar

FILED
96 DEC -4 AM 11:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**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. OPEN SOLUTIONS 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. 22-3173050
(FEI number, if applicable)
4. May 19, 1992
(Date of Incorporation)
5. perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. June 1, 1996
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. 300 Winding Brook Drive
Glastonbury, CT 06033
(Current mailing address)

- to develop, market and sell computer software and related software services as well as engage in any lawful act or activity for which corporations may be organized or qualified under the laws governing corporations in Florida and Delaware.
8. (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 ~~Not~~ acceptable)**

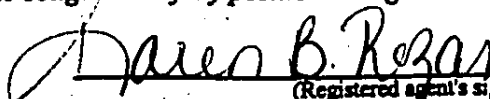
Name: Corporation Service Company

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.


(Registered agent's signature)

Karen B. Rozar, as its agent

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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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: See attached list.....

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: See attached list.....

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

14. Clifford I. Waggoner, Senior Vice President
(Typed or printed name and capacity of person signing application)

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OPEN SOLUTIONS, INC.

Title	Full Name	Business Address
President, Chief Executive Officer, and Director	Douglas K. Anderson	Open Solutions Inc. 300 Winding Brook Drive Glastonbury, CT 06033
Vice President, Secretary, and Director	Clifford I. Waggoner	Open Solutions Inc. 300 Winding Brook Drive Glastonbury, CT 06033
Vice President, Treasurer, and Director	Graham H. Gurney	Open Solutions Inc. 300 Winding Brook Drive Glastonbury, CT 06033
Chairman of the Board and Director	Carlos P. Naudon	Banking Spectrum Services 57 West 38th St. New York, NY 10018
Director	Samuel F. McKay	Axiom Venture Partners 242 Trumbull St. Hartford, CT 06103
Director	Douglas Carlisle	Menlo Venture Partners 242 Trumbull St. Hartford, CT 06103
Director	Richard P. Yanak	NYCE 300 Tre Boulevard Woodcliff Lake, NJ 07675
Director	Glen Salon	Aetna 151 Farmington Ave Hartford, CT 06156

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TALLAHASSEE, FLORIDA

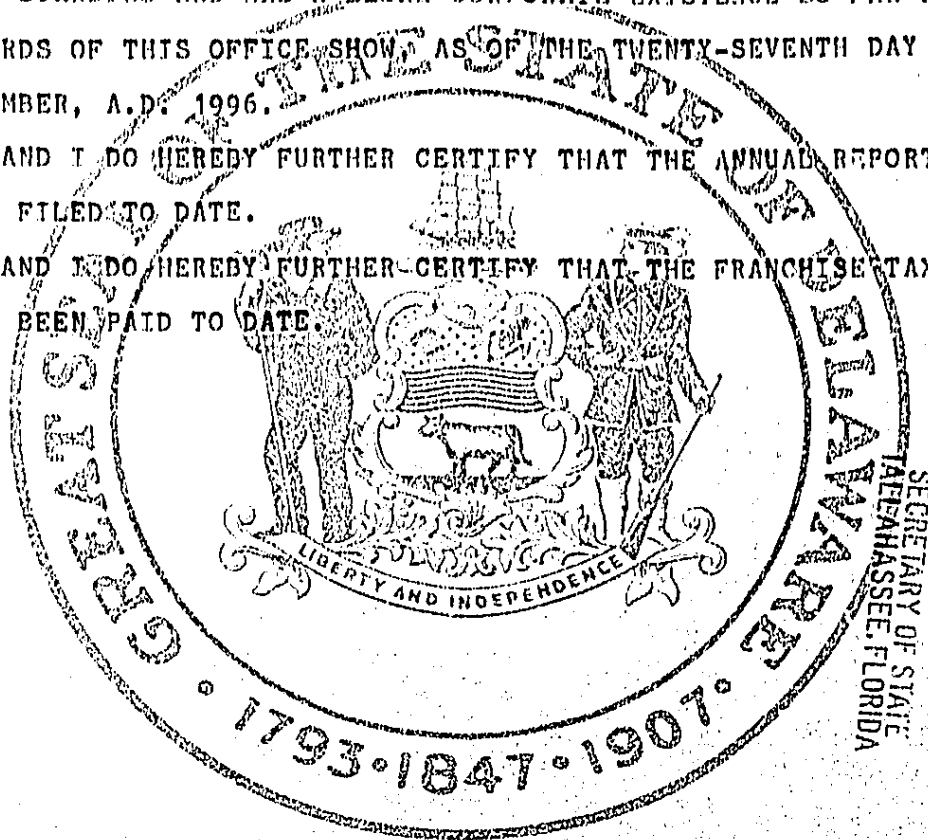
State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREDY CERTIFY "OPEN SOLUTIONS 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 NOVEMBER, A.D. 1996.

AND I DO HEREDY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREDY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



SECRETARY OF STATE
TALLEMASSE, FLORIDA

96 DEC -4 AM 11:15

FILED



Edward J. Freel

Edward J. Freel, Secretary of State

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960348141

AUTHENTICATION:

8213487

DATE:

11-27-96