

Document Number Only

CT CORPORATION SYSTEM

660 EAST JEFFERSON STREET

Requestor's Name
TALLAHASSEE, FL 32301

Address
222-1092

City State Zip Phone

CORPORATION(S) NAME

300002550953--7
-06/08/98--01056--009
*****70.00 *****70.00

Cognizant Corporation

- ☒ Profit
☐ NonProfit
☐ Limited Liability Co.
☒ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Certified Copy
☐ Call When Ready
☒ Walk In
☐ Mail Out
- ☐ Amendment
☐ Dissolution/Withdrawal
☐ Annual Report
☐ Name Registration
☐ Fictitious Name
☐ Photo Copies
☐ Call if Problem
☐ Will Wait
- ☐ Merger
☐ Mark
☐ Other
☐ Change of R.A.
☐ UCC
☐ CUS
☐ After 4:30
☒ Pick Up

Name Availability
Document Examiner
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Verifier
Acknowledgment
W.P. Verifier

JUN 08 1998

Thanks,
Jeff

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

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. Cognizant Corporation

(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. 06-1450569

(FEI number, if applicable)

4. January 2, 1996

(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. 200 Nyala Farms, Westport, Connecticut 06880

(Current mailing address)

8. Information Services

(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

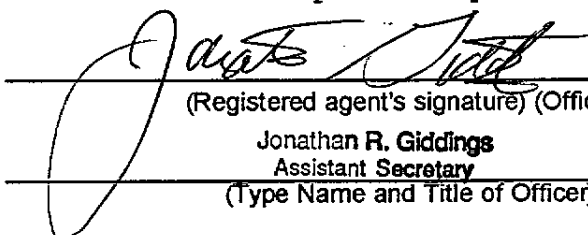
Plantation, Florida, 33324

(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 obligation of my position as registered agent.

C T Corporation System


(Registered agent's signature) (Officer)
Jonathan R. Giddings
Assistant Secretary
(Type Name and Title of Officer)

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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: See attached list of directors

Address: _____

Vice Chairman: See attached list of directors

Address: _____

Director: See attached list of directors

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See attached list of officers

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

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Treasurer: _____

Address: _____

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

13. Robin Y. Nance
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

Robin Y. Nance, Asst. Secy.

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

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COGNIZANT CORPORATION
CORPORATE OFFICERS LISTING

<u>Officer</u>	<u>Business</u>
Robert E. Weissman Chairman & Chief Executive Officer	200 Nyala Farms Westport, CT 06880
Victoria R. Fash Executive Vice President & Chief Financial Officer	200 Nyala Farms Westport, CT 06880
Alan J. Klutch Senior Vice President - Finance	200 Nyala Farms Westport, CT 06880
James C. Malone Senior Vice President - Finance & Controller	200 Nyala Farms Westport, CT 06880
Kenneth S. Siegel Senior Vice President, General counsel & Corporate Secretary	200 Nyala Farms Westport, CT 06880
Craig S. Kussman Vice President - Corporate Development	200 Nyala Farms Westport, CT 06880
Leslye G. Katz Vice President & Treasurer	200 Nyala Farms Westport, CT 06880

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Cognizant Corporation
200 Nyala Farms Road
Westport, CT 06880

CORPORATE DIRECTORS

<u>Director</u>	<u>Business</u>
Clifford L. Alexander, Jr.	Alexander & Associates, Inc. 400 C. Street, NE Washington, DC 20002
John P. Imlay, Jr.	Imlay Investments Inc. 945 E. Paces Ferry Road Suite 2450 Atlanta, GA 30326
Robert "Kam" Kamerschen	Chairman & CEO ADVO, Inc. One Univac Lane Windsor, CT 06095
Robert J. Lanigan	Owens-Illinois Inc. Chairman Emeritus One Seagate Toledo, OH 43666
H. Eugene Lockhart	BankAmerica Corp. President of Global Retail Banking Bank of America 555 California Street San Francisco, CA 94104
M. Bernard Puckett	1855 Ocean Way Laguna Beach, CA 92651
William C. Van Faasen	President & Chief Executive Officer Blue Cross and Blue Shield of Massachusetts, Inc. 100 Summer Street Boston, MA 02110-2190
Robert E. Weissman	Chairman & CEO Cognizant Corporation 200 Nyala Farms Westport, CT 06880

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State of Delaware
Office of the Secretary of State

PAGE 1

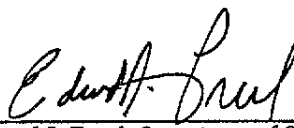
I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "COGNIZANT CORPORATION" IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FOURTH DAY OF JUNE, A.D. 1998.

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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TALLAHASSEE FLORIDA





Edward J. Freel, Secretary of State

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AUTHENTICATION:

DATE:

9119419

06-04-98