



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 138354 4311681

AUTHORIZATION :

Patricia Pignato

COST LIMIT : \$ 87.50

ORDER DATE : February 17, 1999

ORDER TIME : 4:08 PM

ORDER NO. : 138354-015

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CUSTOMER NO: 4311681

CUSTOMER: Nicole Reese, Legal Asst
Gibson Dunn & Crutcher LLP
200 Park Avenue
48th Floor
New York, NY 101660193

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DIVISION OF CORPORATION

FOREIGN FILINGS

NAME: STRATUS COMPUTER (DE), INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: KAREN ROZAR

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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2/25

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. Stratus Computer (DE), 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 as present.)

2. Delaware
(State or country under the law of which it is incorporated)

3. _____
(FEI number, if applicable)

4. January 25, 1999
(Date of Incorporation)

5. perpetual
(Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qual
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.)

7. 55 Fairbanks Blvd., Marlboro, MA 01752

(Current mailing address)
The purpose of the corporation is to engage in any and all lawful business in which corporations may engage in the state, province or country under whose law the foreign corporation is incorporated.
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 Box **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.

Corporation Service Company

By: Karen B. Rozar
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.

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

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

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

14. Frederick S. Prifty, Vice President
(Typed or printed name and capacity of person signing application)

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Officers

Title	Name	Address
President	Gary Okimoto	55 Fairbanks Boulevard Marlborough, Massachusetts 01752
Vice President & Assistant Secretary	Frederick S. Prifty	55 Fairbanks Boulevard Marlborough, Massachusetts 01752
Secretary & Treasurer	Robert Laufer	55 Fairbanks Boulevard Marlborough, Massachusetts 01752

Directors

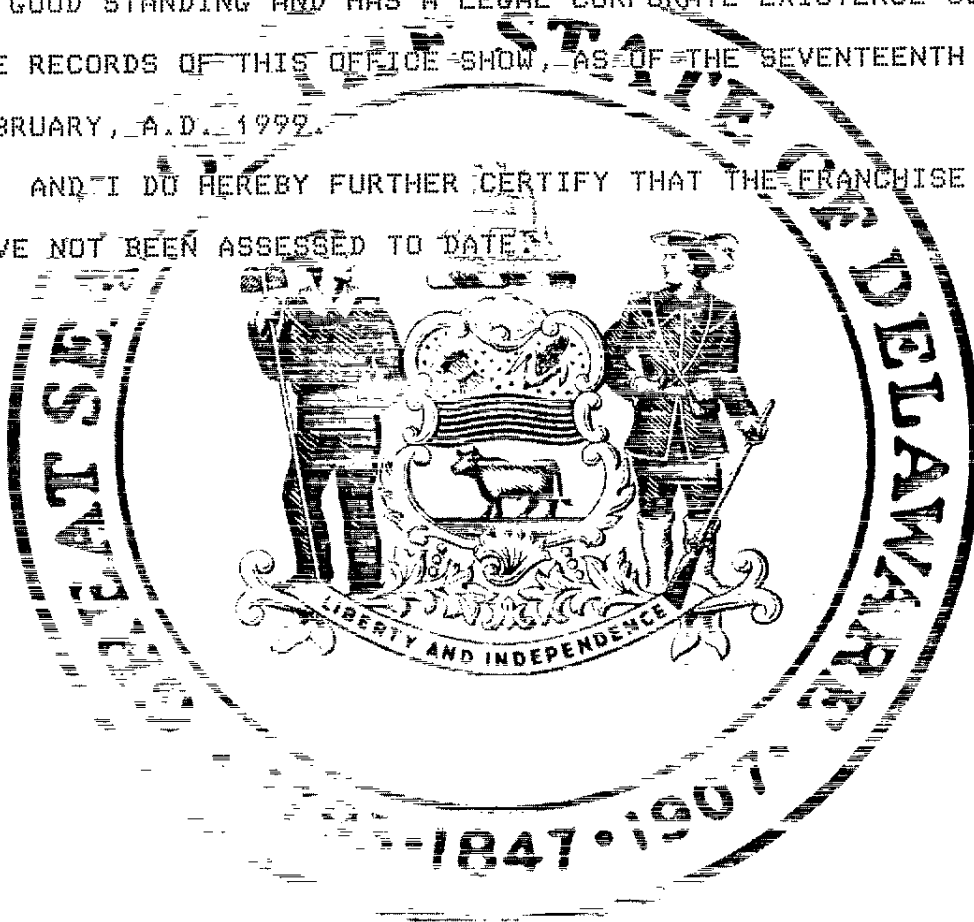
Name	Address
Frederick S. Prifty	55 Fairbanks Boulevard Marlborough, Massachusetts 01752

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Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "STRATUS COMPUTER (DE), 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 SEVENTEENTH DAY OF FEBRUARY, A.D. 1999.

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



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SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 FEB 25 PM 12:34



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION: 9580654

DATE: 02-17-99