F99000001066

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AJR
5/ 104

TRANSMITTAL LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Stratus Technologies, Inc.
(Name of corporation)

DOCUMENT NUMBER: F99000001066

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Sandra Funk
(Name of person)

Stratus Technologies, Inc.
(Name of firm/company)

111 Powdermill Road, S2-LEG
(Address)

Maynard, MA 01754
(City/state and zip code)

For further information concerning this matter, please call:

Sandra Funk at (978) 461-7703
(Name of person) (Area code & daytime telephone number)

Enclosed is a check for the following amount:

- [ ] $35.00 Filing Fee
- [ ] $43.75 Filing Fee & Certificate of Status
- [X] $43.75 Filing Fee & Certified Copy (Additional copy is enclosed)
- [ ] $52.50 Filing Fee, Certificate of Status & Certified Copy (Additional copy is enclosed)

Mailing Address:
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:
Amendment Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

(Pursuant to s. 607.1504, F.S.)

FILED
04 MAY 20 PM 3:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECTION I
(1-3 MUST BE COMPLETED)

F99000001066
(Document number of corporation (if known))

1. Stratus Computer (DE), Inc.
(Name of corporation as it appears on the records of the Department of State)

2. Delaware
(Incorporated under laws of)

3. 02/25/1999
(Date authorized to do business in Florida)

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? February 27, 2001

5. Stratus Technologies, Inc.
(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

____
(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

6. If the amendment changes the period of duration, indicate new period of duration.

____
(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

____
(New jurisdiction)

Frederick S. Prifty
(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

May 18, 2004
(Date)

Frederick S. Prifty
(Typed or printed name of person signing)

General Counsel & Secretary
(Title of person signing)

Delaware

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "STRATUS COMPUTER (DE), INC.", CHANGING ITS NAME FROM "STRATUS COMPUTER (DE), INC." TO "STRATUS TECHNOLOGIES, INC.", FILED IN THIS OFFICE ON THE TWENTY-SEVENTH DAY OF FEBRUARY, A.D. 2001, AT 11:30 O'CLOCK A.M.

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

2996716 8100

AUTHENTICATION: 3056527

040276601

DATE: 04-16-04

CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF INCORPORATION
OF
STRATUS COMPUTER (DE), INC.

(Originally incorporated January 25, 1999)

Pursuant to Section 242 of the
General Corporation Law of the State of Delaware

Stratus Computer (DE), Inc. (hereinafter called the "Corporation"), a corporation organized and existing under and by virtue of the Delaware General Corporation Law (the "DGCL"), does hereby certify as follows:

In accordance with Section 242 of the DGCL, resolutions were duly adopted by the Board of Directors of the Corporation setting forth an amendment to the Certificate of Incorporation (the "Certificate of Incorporation") of the Corporation and declaring said amendment to be advisable. The sole stockholder of the Corporation duly approved said proposed amendment in accordance with Sections 228 and 242 of the DGCL. The resolution setting forth the amendment is as follows:

NOW, THEREFORE, BE IT RESOLVED, that the Certificate of Incorporation be and hereby is amended, pursuant to Section 242 of the DGCL, by inserting a new Article First as follows:

> FIRST: The name of the Corporation (hereinafter called the "*Corporation*") is Stratus Technologies, Inc.

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Amendment to be signed by its duly authorized officer this 14th day of February 2001.

STRATUS COMPUTER (DE), INC.

By: Frederick S. Prifty
Name: Frederick S. Prifty
Title: Vice President, General Counsel, Secretary

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STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 11:30 AM 02/27/2001
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