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C T Corporation System

Requestor's Name
660 East Jefferson Street

Address
Tallahassee, FL 32301 (850) 222-1092
City State Zip Phone

CORPORATION(S) NAME

Brooks Data Services, Inc.

- ☒ Profit
☐ NonProfit
☐ Limited Liability Company
☒ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Certified Copy
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- ☐ Amendment
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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. Brooks 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. Delaware
(State or country under the law of which it is incorporated)
3. 51-0265011
(FEI number, if applicable)
4. May 26, 1987
(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 817.155, F.S.))
7. 3280 E. Foothill Blvd., #290, Pasadena, California 91107

(Current mailing address)
8. Sale of computer hardware and software and support 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


DAVID I. FARBER (Registered agent's signature) (Officer)
ASSISTANT SECRETARY

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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: 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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TALLAHASSEE FLORIDA

Treasurer: _____

Address: _____

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

13. Gerald J. Rudolph
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Gerald J. Rudolph, Vice President / Chief Financial Officer
(Typed or printed name and capacity of person signing application)

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TALLAHASSEE FLORIDA

Brooks Data Service, Inc.

EIN 51-0265011

<u>NAME</u>	<u>OFFICERS</u>	<u>BUSINESS ADDRESS</u>	<u>RESIDENCE</u>
William F. Brooks, Jr.	President/ Chairman of the Board	1612 W Pico Blvd. Los Angeles, CA 90015	307 Avondale Los Angeles, CA 90015
Richard R. Irvin	Vice President/Secretary	3220 Winona Ave. Burbank, CA 91504-2544	533 24 th St Santa Monica, CA 90402
Gregory W Irvin	Vice President	1612 W Pico Blvd. Los Angeles, CA 90015	11320 Holmdale St. Los Angeles, CA 90049
Gerald J Rudolph	Vice President /CFO	3280 E Foothill Blvd, Suite 290 Pasadena, CA 91107	617 Calle Santa Barbara San Dimas, CA 91773
Jeffrey B Hauserman	Treasurer	4200 Governor Printz Blvd Wilmington, DE 19802	2221 Decatur Road Wilmington, DE 19810
Mark V Livingston	General Counsel/ Asst. Secretary	3280 E Foothill Blvd, Suite 290 Pasadena, CA 91107	1170 Beaver Way La Verne, CA 91750
James J Purcell	Vice President/ Chief Operations Officer	3280 E Foothill Blvd, Suite 290 Pasadena, CA 91107	505 Abiento Way Camarillo, CA 93012
<u>DIRECTORS</u>		<u>BUSINESS ADDRESS</u>	<u>RESIDENCE</u>
William F Brooks, Jr.		1612 W Pico Blvd. Los Angeles, CA 90015	307 Avondale Los Angeles, CA 90015
Robert M Brooks		4200 Governor Printz Blvd Wilmington, DE 19802	52 Towne Point Road Chesapeake City, MD 21915
Gregory W Irvin		1612 W Pico Blvd. Los Angeles, CA 90015	11320 Holmdale St. Los Angeles, CA 90049

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Updated 5/15/99

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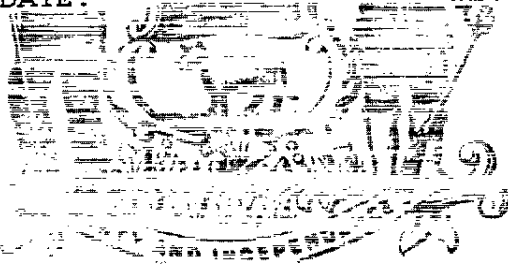
State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BROOKS DATA SERVICES, 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 THIRTIETH DAY OF JUNE, A.D. 1999.

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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SECRETARY OF STATE
DELAWARE



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION: 9838813

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DATE: 06-30-99