

P266 48

THE DIALOG CORPORATION 

Barbra Knox
Legal Department
October 30, 1998

Ph: 650 254-8305
Fax: 650 254-8850

Thelma Lewis
Corporate Specialist Supervisor
Amendment Section
Division of Corporations
409 East Gaines
Tallahassee, FL 32314

Dear Thelma,

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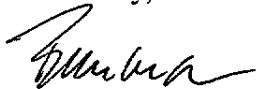
I am trying to straighten out how we are listed in your state. William Bose of our office started the process and I'm trying to finish it up. Here's a brief history of what has happened with our company:

- Market Analysis and Information Database (M.A.I.D.) purchased Knight-Ridder Information, Inc. of California
- (M.A.I.D.) changed its name to The Dialog Corporation.
- Knight-Ridder Information, Inc. also changed its name to The Dialog Corporation.
- The Dialog Corporation of Delaware merged with The Dialog Corporation of California. The Delaware Corporation is the surviving entity.

Today I called your number and Doug gave me the address to send this FedEx. I checked with him and it seems that what we need is the form you sent and a \$35 fee. Those are enclosed along with the material you sent William. Please let me know by phone if there are any other things that we need so we can expedite this ASAP.

Thank you for your time in getting this matter corrected to reflect the correct registration.

Sincerely,



Barbra Knox
Enclosures

FILED
98 NOV -2 PM 2:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOV 2 1998

The Dialog Corporation
2440 W. El Camino Real, Mountain View, CA 94040, USA

<http://www.dialog.com> • Email: contact@dialog.com
Tel: (1) 650 254 7000 • Fax: (1) 650 254 7070

THE DIALOG CORPORATION

William Bose
Corporate Counsel

william_bose@dialog.com
Ph: 650/254-8019
Fax: 650/254-8850

August 5, 1998

Division of Corporations
Qualifications Section
P.O. Box 6327
Tallahassee, Florida 32314

Articles of Merger for "The Dialog Corporation"

Dear Sir/Madam:

Attached please find a copy of the Certificate of Ownership and Merger filed pursuant to Section 253 of the Delaware General Corporation Law and Section 1108(d)(2) of the California General Corporation Law in connection with the merger of The Dialog Corporation, a California corporation ("Dialog California," formerly known as Knight-Ridder Information, Inc.) with and into The Dialog Corporation, a Delaware corporation ("Dialog Delaware"), with Dialog Delaware as the surviving corporation.

The Dialog Corporation of Delaware will be the surviving corporation, and such, the name of the corporation registered to do business within the State of Florida. In the event the name "The Dialog Corporation" is available, that is the name the surviving corporation will assume.

Sincerely,



William Bose

Enclosures

The Dialog Corporation
2440 W. El Camino Real, Mountain View, CA 94040, USA

<http://www.dialog.com> • Email: contact@dialog.com
Tel: (1) 650 254 7000 • Fax: (1) 650 254 7070



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

August 12, 1998

WILLIAM BOSE, CORPORATE COUNSEL
THE DIALOG CORPORATION
2440 W. EL CAMINO REAL
MOUNTAIN VIEW, CA 94040

SUBJECT: THE DIALOG CORPORATION
Ref. Number: P26648

This will acknowledge receipt of your correspondence which is being returned for the following reason(s):

Chapters 607 and 617, Florida Statutes, do not provide for the filing of Articles of Merger between two foreign corporations. Therefore, a withdrawal application should be filed for any foreign corporation which is no longer transacting business in Florida due to a merger. See the attached for fee information.

The fee to file articles of dissolution or a certificate of withdrawal is \$35. For each certified copy requested, please add an additional \$52.50.

If the Delaware corporation wishes to use the name, submit a resolution of the Board of Directors stating that the corporation is dropping the doing business name in Florida. It must be signed by the chairman or vice chairman of the board of directors, president or any other officer. The filing fee is \$35.

If you have any questions concerning this matter, please either respond in writing or call (850) 487-6905.

Thelma Lewis
Corporate Specialist Supervisor

Letter Number: 798A00041986

**APPLICATION BY FOREIGN CORPORATION FOR WITHDRAWAL
OF AUTHORITY TO TRANSACT BUSINESS OR CONDUCT AFFAIRS
IN FLORIDA**

The Dialog Corporation (formerly Knight-Ridder Information, Inc.)
(Name of Corporation)

California
(Incorporated Under Laws Of)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

This corporation is no longer transacting business or conducting affairs within the State of Florida and hereby voluntarily surrenders its authority to transact business or conduct affairs in Florida.

This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.

The following is a current mailing address to which the Department of State may mail a copy of any process against this corporation that may be served on the Department.


2440 W. El Camino Real

(Mailing Address)

Mountain View, CA 94040

(City/ State /Zip)

The corporation agrees to notify the Department of State in the future of any change in its mailing address.


Signature Title
Nancy E. Egan
Typed or printed name Date
10/30/98