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**Apr 30 1997 8:00am
Secretary of State**

PROFIT CORPORATION ANNUAL REPORT 1997



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # P39359 (5)
1. Corporation Name
MICRO FOCUS INCORPORATED



Principal Place of Business: **2465 E. BAYSHORE ROAD, SUITE 400 PALO ALTO CA 94303**
Mailing Address: **2465 E. BAYSHORE ROAD, SUITE 400 PALO ALTO CA 94303-3297**

3. Date Incorporated or Qualified: **06/23/1992** 3a. Date of Last Report: **04/27/1996**
4. FEI Number: **94-2681777** Applied For: Not Applicable
5. Certificate of Status Desired: **\$8.75 Additional Fee Required**
6. Election Campaign Financing Trust Fund Contribution: **\$5.00 May Be Added to Fees**
8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes: Yes No

2. Principal Place of Business: **21** Suite, Apt. #, etc.: **22** City & State: **23** Zip: **24** Country: **25**
2a. Mailing Address: **26** Suite, Apt. #, etc.: **27** City & State: **28** Zip: **29** Country: **30**

9. Name and Address of Current Registered Agent
**THE PRENTICE-HALL CORPORATION SYSTEM, INC.
1201 HAYES STREET
STE 105
TALLAHASSEE FL 32301**

10. Name and Address of New Registered Agent
81 Name: _____
82 Street Address (P.O. Box Number is Not Acceptable): _____
83 _____
84 City: _____ 85 Zip Code: **FL**

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE: _____ (NOTE: Registered Agent signature required when reinstating) DATE: _____

12. OFFICERS AND DIRECTORS

TITLE	CEO	<input type="checkbox"/> DELETE
NAME	GUMUCIO, MARCELO	
STREET ADDRESS	2465 E. BAYSHORE RD, #400	
CITY - ST - ZIP	PALO ALTO CA 94303	
TITLE	V	<input checked="" type="checkbox"/> DELETE
NAME	HILLBERG, LOREN E.	
STREET ADDRESS	2465 E. BAYSHORE RD, #400	
CITY - ST - ZIP	PALO ALTO CA 94303	
TITLE	ST	<input checked="" type="checkbox"/> DELETE
NAME	CONNORS, ROBERT A.	
STREET ADDRESS	2465 E. BAYSHORE RD, #400	
CITY - ST - ZIP	PALO ALTO CA 94303	
TITLE		<input type="checkbox"/> DELETE
NAME		
STREET ADDRESS		
CITY - ST - ZIP		
TITLE		<input type="checkbox"/> DELETE
NAME		
STREET ADDRESS		
CITY - ST - ZIP		

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME		
1.3 STREET ADDRESS		
1.4 CITY - ST - ZIP		
2.1 TITLE	Vice President	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME	Robert A. Connors	
2.3 STREET ADDRESS	2465 E. Bayshore Rd.	
2.4 CITY - ST - ZIP	Palo Alto, CA 94303	
3.1 TITLE	Secretary	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME	Loren E. Hillberg	
3.3 STREET ADDRESS	2465 E. Bayshore Rd.	
3.4 CITY - ST - ZIP	Palo Alto, CA 94303	
4.1 TITLE	Treasurer	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
4.2 NAME	Tony Muller	
4.3 STREET ADDRESS	2465 E. Bayshore Rd.	
4.4 CITY - ST - ZIP	Palo Alto, CA 94303	
5.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
5.2 NAME		
5.3 STREET ADDRESS		
5.4 CITY - ST - ZIP		
6.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
6.2 NAME		
6.3 STREET ADDRESS		
6.4 CITY - ST - ZIP		

14. I do hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE: *Loren E. Hillberg* **Loren E. Hillberg** (415) 856-4161
DATE: _____ DAYTIME PHONE # _____

CR2E034 (9/96)