

Filing Fee: \$150.00

ID Number: _____



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
148 W. River Street
Providence, Rhode Island 02904-2615

LIMITED LIABILITY COMPANY

APPLICATION FOR REGISTRATION

RECEIVED
SECRETARY OF STATE
CORPORATIONS DIV
2011 OCT 24 PM 12:10

Pursuant to the provisions of Section 7-16-49 of the General Laws of Rhode Island, 1956, as amended, the undersigned foreign limited liability company hereby applies for a Certificate of Registration to transact business in the state of Rhode Island, and for that purpose submits the following statement:

- The name of the limited liability company is:
Capgemini Business Services USA LLC
- The name, if different, under which it proposes to register and transact business in Rhode Island is:

- The limited liability company is organized under the laws of Delaware
- The date of its organization is July 14, 2011
- The period of duration of the limited liability company is (if perpetual, so state) perpetual
- The address of the limited liability company's resident agent in Rhode Island is:
222 Jefferson Boulevard, Suite 200 Warwick , RI 02888
(Street Address, not P.O. Box) (City/Town) (Zip Code)
and the name of the resident agent at such address is Corporation Service Company
(Name of Agent)
- The secretary of state is appointed the agent of the foreign limited liability company for service of process if at any time there is no resident agent or if the resident agent cannot be found or served following the exercise of reasonable diligence.
- The address of any office required to be maintained in the state or other jurisdiction under the laws of which the limited liability company is organized is:
2711 Centerville Road, Suite 400, Wilmington, DE 19808
- The mailing address for the limited liability company is:
623 Fifth Avenue, 33rd Floor, New York, NY 10022

FILED

OCT 24 2011

BY 154956 12:10

10. Management of the Limited Liability Company:

A. The limited liability company is to be managed by its members. (If you have checked this box, go to item no. 11.)

or

B. The limited liability company is to be managed by one (1) or more managers. (If the limited liability company has managers at the time of the filing of these Articles of Organization, state the name and address of each manager.)

<u>Manager</u>	<u>Address</u>
Robert Williams	2211 Fruitville Road, Sarasota, FL 34237
Lanny Cohen	623 Fifth Avenue, 33rd Floor, New York, NY 10022
Thierry Delaporte	623 Fifth Avenue, 33rd Floor, New York, NY 10022

11. This application is accompanied by a certificate of good standing duly authenticated by the secretary of state or other authorized officer of the jurisdiction under which the foreign limited liability company was organized.

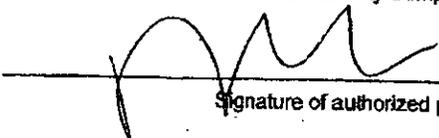
Under penalty of perjury, I declare and affirm that I have examined this Application for Registration, including any accompanying attachments, and that all statements contained herein are true and correct.

Date: 10-19-2011

Cappemini Business Services USA LLC

Print Exact Name of Limited Liability Company Making Application

By


Signature of authorized person

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CAPGEMINI BUSINESS SERVICES USA LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-FIRST DAY OF OCTOBER, A.D. 2011.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "CAPGEMINI BUSINESS SERVICES USA LLC" WAS FORMED ON THE FOURTEENTH DAY OF JULY, A.D. 2011.

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

5010627 8300

111124723

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9108436

DATE: 10-21-11



State of Rhode Island and Providence Plantations

A. Ralph Mollis

Secretary of State

STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

I, A. RALPH MOLLIS, Secretary of State of the State of Rhode Island
and Providence Plantations, hereby certify that this document, duly
executed in accordance with the provisions of Title 7 of the General Laws
of Rhode Island, as amended, has been filed in this office on this day:

A handwritten signature in black ink that reads "A. Ralph Mollis".

A. RALPH MOLLIS

Secretary of State

