

Filing fee: \$150.00  
License fee: \$15.00 minimum  
(Section 7-1.1-124)

State of Rhode Island and Providence Plantations

OFFICE OF THE SECRETARY OF STATE  
CORPORATIONS DIVISION  
100 NORTH MAIN STREET  
PROVIDENCE, RI 02903

Corp. I.D. # 175817

APPLICATION FOR  
CERTIFICATE OF AUTHORITY  
OF  
CERNER CORPORATION

To the Secretary of State  
of the State of Rhode Island

Pursuant to the provisions of Section 7-1.1-103 of the General Laws, 1956, as amended, the undersigned corporation hereby applies for a Certificate of Authority to transact business in the State of Rhode Island, and for that purpose submits the following statement:

FIRST: The name of the corporation is Cerner Corporation

SECOND: The name which it elects to use in Rhode Island is Cerner Corporation

(If the name of the corporation does not contain the word "corporation," "company," "incorporated," or "limited," or an abbreviation of one of such words, insert the name of the corporation with the word or abbreviation which it elects to add thereto for use in Rhode Island;)

THIRD: It is incorporated under the laws of Delaware

FOURTH: The date of its incorporation is October 6, 1986 and the period of its duration is Perpetual

FIFTH: The address of its principal office in the state or country under the laws of which it is incorporated is The Corporation Trust Company, 1209 Orange Street, Wilmington, Delaware 19801

SIXTH: The address of its proposed registered office in Rhode Island is 123 Dyer Street, Providence, RI 02903 and the name of its proposed registered agent in Rhode Island at that address is C T Corporation System

SEE EXHIBIT B

Signature

SEVENTH: The purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are

To sell, install and support computer hardware and software

FEB 10 1987

FILED

FEB 10 1987

By AMT#29  
116162

**EIGHTH:** The names and respective addresses of its directors and officers are:

<u>Name</u>	<u>Office</u>	<u>Address</u>
SEE EXHIBIT A	Director	
	Director	
	Director	
SEE EXHIBIT A	President	
	Vice President	
	Secretary	
	Treasurer	

**NINTH:** The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
50,000,000	Common	None	\$0.01
1,000,000	Preferred	None	\$0.01

**TENTH:** The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
14,121,329	Common	None	\$0.01

**ELEVENTH:** An estimate of the value of all property to be owned by it for the following year, wherever located, is \$ 79,047,296.

**TWELFTH:** An estimate of the value of its property to be located within Rhode Island during such year is \$ -0-

**THIRTEENTH:** An estimate of the gross amount of business to be transacted by it during such year is \$ 120,571,822

**FOURTEENTH:** An estimate of the gross amount of business to be transacted by it at or from places of business in Rhode Island during such year is \$ 320,000

**FIFTEENTH:** This Application is accompanied by a copy of its articles of incorporation and all amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated 2-1, 1994

CERNER CORPORATION

[Exact Corporate Name of Corporation Making Application]

By Clifford W. Shij  
President  
and [Signature]  
Its Ass't Secretary

STATE OF MISSOURI }  
COUNTY OF CLAY } Sc.

At Missouri in said County on the 1st day  
of February 1994, before me personally appeared John V. Donner,  
who being by me first duly sworn, declared that  
he is the Assistant Secretary of Cerner Corporation,  
that he signed the foregoing document as such Assistant Secretary of the  
corporation, and that the statements therein contained are true.

Rhonda M. Matney  
Notary Public

(NOTARIAL SEAL)

RHONDA M. MATNEY  
Notary Public - State of Missouri  
Commissioned in Jackson County  
My Commission Expires Oct. 13, 1997

## EXHIBIT A

### BOARD OF DIRECTORS

#### Name and Address

Neal L. Patterson  
Cerner Corporation  
2800 Rockcreek Parkway  
Kansas City, MO 64117

Gerald E. Bisbee, Jr., Ph.D.  
Apache Medical Systems  
1901 Pennsylvania Avenue, NW #900  
Washington, D.C.

David J. Hart  
4138 147th Street  
Edmonton, Alberta, Canada T6H 5V1

Clifford W. Illig  
Cerner Corporation  
2800 Rockcreek Parkway  
Kansas City, MO 64117

David M. Margulies, M.D.  
Cerner Corporation  
2800 Rockcreek Parkway  
Kansas City, MO 64117

C.S. Runnion, III  
Cerner Corporation  
2800 Rockcreek Parkway  
Kansas City, MO 64117

Thomas C. Tinstman, M.D.  
Bishop Clarkson Memorial Hospital  
Dewey at 44th  
Omaha, NE 68105

## **OFFICERS**

### **Name and Address**

### **Title**

Neal L. Patterson  
Cerner Corporation  
2800 Rockcreek Parkway  
Kansas City, MO 64117

Chairman of the Board &  
Chief Executive Officer

Clifford W. Illig  
Cerner Corporation  
2800 Rockcreek Parkway  
Kansas City, MO 64117

President, Chief Operating Officer,  
and Financial Officer

David M. Margulies, M.D.  
Cerner Corporation  
2800 Rockcreek Parkway  
Kansas City, MO 64117

Executive Vice President Product  
Engineering

C.S. Runnion, III  
Cerner Corporation  
2800 Rockcreek Parkway  
Kansas City, MO 64117

Executive Vice President Sales &  
Marketing

Maureen M. Evans  
Cerner Corporation  
2800 Rockcreek Parkway  
Kansas City, MO 64117

Director of Finance & Treasurer

Richard B. Fiske  
Cerner Corporation  
2800 Rockcreek Parkway  
Kansas City, MO 64117

Vice President Client Services

Louis D. Freund  
Cerner Corporation  
2800 Rockcreek Parkway  
Kansas City, MO 64117

Vice President Product Engineering

Stephen M. Goodrich  
Cerner Corporation  
2800 Rockcreek Parkway  
Kansas City, MO 64117

Vice President Product Engineering

**OFFICERS (CONTINUED)**

**Name and Address**

**Title**

Stephen G. Lee  
Cerner Corporation  
2800 Rockcreek Parkway  
Kansas City, MO 64117

Vice President Sales & Marketing

William E. Lewis  
Cerner Corporation  
2800 Rockcreek Parkway  
Kansas City, MO 64117

Vice President Product Engineering

Douglas S. McNair, M.D.  
Cerner Corporation  
2800 Rockcreek Parkway  
Kansas City, MO 64117

Vice President Product Engineering

John M. Reedy  
Cerner Corporation  
2800 Rockcreek Parkway  
Kansas City, MO 64117

Vice President Administration

Jeffrey C. Reene  
Cerner Corporation  
2800 Rockcreek Parkway  
Kansas City, MO 64117

Group Vice President Client Services

Benjamin T. Rumsey  
Cerner Corporation  
2800 Rockcreek Parkway  
Kansas City, MO 64117

Group Vice President Sales & Marketing

Edwin D. Trautman  
Cerner Corporation  
2800 Rockcreek Parkway  
Kansas City, MO 64117

Vice President and General Manager  
Medical Information Products Group

Richard J. Wall, Jr.  
Cerner Corporation  
2800 Rockcreek Parkway  
Kansas City, MO 64117

Vice President, General Counsel &  
Secretary

**OFFICERS (CONTINUED)**

**Name and Address**

**Title**

Charles O. Whitcraft  
Cerner Corporation  
2800 Rockcreek Parkway  
Kansas City, MO 64117

Group Vice President Product Engineering

Gary W. Willett  
Cerner Corporation  
2800 Rockcreek Parkway  
Kansas City, MO 64117

Group Vice President Client Services

John V. Donner  
Cerner Corporation  
2800 Rockcreek Parkway  
Kansas City, MO 64117

Assistant Secretary

Marc G. Naughton  
Cerner Corporation  
2800 Rockcreek Parkway  
Kansas City, MO 64117

Assistant Treasurer

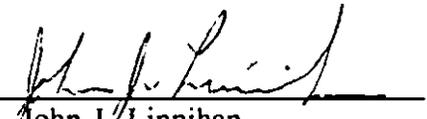
**ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT**

**RE: CERNER CORPORATION**

CT Corporation System hereby accepts appointment as statutory agent in the State of Rhode Island for said corporation.

Dated: January 20, 1994

C T CORPORATION SYSTEM

By   
John J. Linnihan,  
Asst. Vice President

*Office of the Secretary of State*

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I, WILLIAM T. QUILLEN, 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 "CERNER CORPORATION", FILED IN THIS OFFICE ON THE THIRD DAY OF JUNE, A.D. 1993, AT 10:18 O'CLOCK A.M.



*William T. Quillen*

*William T. Quillen, Secretary of State*

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AUTHENTICATION: 7013510

DATE: 01-28-94