

Filing fee: \$35.00

APPLICATION FOR
AMENDED CERTIFICATE OF AUTHORITY
OF

The Reynolds and Reynolds Company

To the Secretary of State
of the State of Rhode Island

Pursuant to the provisions of Section 7-1.1-111 of the General Laws, 1956, as amended, the undersigned corporation hereby applies for an Amended Certificate of Authority to transact business in Rhode Island, and for that purpose submits the following statement:

FIRST: A Certificate of Authority was issued to the corporation by your office on September 17, 1976, authorizing it to transact business in Rhode Island under the name of ~~THE REYNOLDS AND REYNOLDS COMPANY~~
THE REYNOLDS AND REYNOLDS COMPANY

SECOND: The corporate name of the corporation has been changed to no change
(If no change, so indicate)

THIRD: The name which it elects to use hereafter in Rhode Island is N/A

FOURTH: It desires to pursue in the transaction of business in Rhode Island other or additional purposes than those set forth in its prior Application for a Certificate of Authority, as follows:

If no other or additional purposes are proposed, insert "No change."

No change

FIFTH: Other amendments, if any, to Certificate of Authority previously issued: (See §§7-1.1-103, 7-1.1-109, 7-1.1-110, of the General Laws, 1956, as amended.) (If increase of authorized capital stock, state:

| Number of Shares | Class | Series | Par Value per Share or Statement that Shares are without Par Value |
|------------------|-------|--------|--|
| 15,000,000 | A | Common | \$.525 |
| 15,000,000 | B | Common | \$.0325 |

- (A): An estimate of the value of all property to be owned by it for the following year, wherever located, is \$ 79,200,000.
- (B): An estimate of the value of its property to be located within Rhode Island during such year is \$ 9,000.
- (C): An estimate of the gross amount of business to be transacted by it during such year is \$ 307,700,000.
- (D): 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 \$ 1,488,000.

Dated May 27, 19 86

Wale L. Medford

By

and *Adam M. Lutynski*
Its VICE President
Its Secretary

STATE OF Ohio }
COUNTY OF Montgomery } Sc.

At Dayton, Ohio in said County on the 27th day
of May 19 86, before me personally appeared Adam M. Lutynski
, who being by me first duly sworn, declared that he is the
Secretary of The Reynolds and Reynolds Company,
that he signed the foregoing document as such Secretary
of the corporation, and that the statements therein contained are true.

Donna L. Currens
Notary Public
Donna L. Currens

(NOTARIAL SEAL)

DONNA L. CURRENS, Notary Public
In and for the STATE of OHIO
My commission expires January 30, 1989.

CP35 35.00
CHEK 35.00
0072A001 PAID 06/24/86

CP0P 122.26
CHEK 122.26
0073A001 PAID 06/24/86

JUN 23 1986
NMF

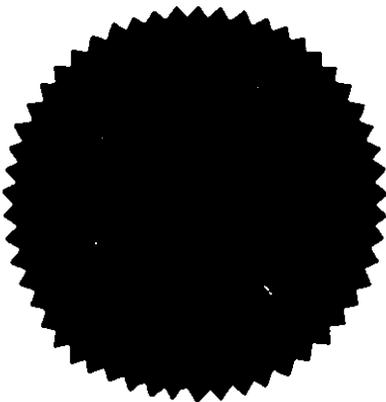
UNITED STATES OF AMERICA,
STATE OF OHIO,
OFFICE OF THE SECRETARY OF STATE.

I, SHERROD BROWN,
Secretary of State of the State of Ohio, do hereby certify that the foregoing is an
exemplified copy, carefully compared by me with the original record now in my
official custody as Secretary of State, and found to be true and correct, of the

AMENDED ARTICLES OF INCORPORATION
OF
THE REYNOLDS AND REYNOLDS COMPANY
(an Ohio Corporation, Charter No. 7639)

filed in this office on the 28th day of March A.D. 1986
and recorded on (11) Roll (Volume) F861, Frame (Page) 0003 of
the Records of Incorporations.

THESE AMENDED ARTICLES SUPERSEDE AND STAND IN LIEU OF ALL PREVIOUS FILINGS. THE
ORIGINAL ARTICLES OF INCORPORATION WERE FILED ON January 9, 1889.



WITNESS my hand and official seal at
Columbus, Ohio, this 22nd day
of April A.D. 1986

Sherrod Brown

SHERROD BROWN
Secretary of State