

Filing fee: \$50.00  
License fee: \$15.00 minimum  
(Section 7-1.1-124)

**APPLICATION FOR  
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 7-1.1-103 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 THE REYNOLDS AND REYNOLDS COMPANY

SECOND: The name which it elects to use in Rhode Island is  
THE REYNOLDS AND REYNOLDS COMPANY

(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 Ohio

FOURTH: The date of its incorporation is January 9, 1889 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 800 Germantown St., Dayton, Ohio 45407

SIXTH: The address of its proposed registered office in Rhode Island is 111 Westminster Street, Providence, R. I. 02903 and the name of its proposed registered agent in Rhode Island at that address is C T CORPORATION SYSTEM

SEVENTH: The purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are  
Business forms, data processing services and equipment

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

<u>Name</u>	<u>Office</u>	<u>Address</u>
See attached list.	Director	
	Director	
	Director	
	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>
5,000,000	Common	A	\$1.25 Par Value
8,200,000	Common	B	\$.0625

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>
4,463,688	Common	A	\$1.25 Par Value
4,374,640	Common	B	\$.0625

ELEVENTH: The amount of its stated capital as defined by §7-1.1-2 of the General Laws, 1956, as amended, is \$ 5,853,025 .

TWELFTH: An estimate of the value of all property to be owned by it for the following year, wherever located, is \$ 47,000,000 .

THIRTEENTH: An estimate of the value of its property to be located within Rhode Island during such year is \$ 35,000 .

FOURTEENTH: An estimate of the gross amount of business to be transacted by it during such year is \$ 95,000,000 .

FIFTEENTH: 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 \$ 530,000 .

SIXTEENTH: 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 *September 10*, 19 76

THE REYNOLDS AND REYNOLDS COMPANY  
[Exact Corporate Name of Corporation Making Application]

By *Robert H. Dugan*  
Robert H. Dugan Its Vice President  
and *Kenneth R. Wiseman*  
Kenneth R. Wiseman Its Secretary

STATE OF OHIO

COUNTY OF MONTGOMERY

} Sc.

At *Doyten, Ohio* in said County on the *10<sup>th</sup>* day  
of *September* 19 76, before me personally appeared  
Robert H. Dugan, who being by me first duly sworn, declared that  
he is the Vice President of THE REYNOLDS AND REYNOLDS COMPANY  
that he signed the foregoing document as such Vice President of the  
corporation, and that the statements therein contained are true.

*Dale L. Midford*  
Notary Public

(NOTARIAL SEAL)

DALE L. MIDFORD, Notary Public  
In and for Montgomery County, Ohio  
My Commission Expires MAY 29, 1979

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*John*  
SEP 17 1976

# LIST OF OFFICERS AND DIRECTORS OF THE REYNOLDS AND REYNOLDS COMPANY

Richard H. Grant, Jr.-----Chairman of the Board and a Director  
5328 Landau Drive Apt. 50  
Dayton, Ohio 45429

Robert H. Meyer-----Vice Chairman & Chief Executive Officer  
and a Director  
5328 Landau Drive Apt. 46  
Dayton, Ohio 45429

Edwin F. Strasser-----President & Chief Operating Officer and  
a Director  
350 West David Road  
Dayton, Ohio 45429

Robert G. Timberlake-----Executive Vice President  
1170 Cedar Creek Circle  
Dayton, Ohio 45459

Gaynard Gross-----Senior Vice President  
448 Stonehaven Road  
Dayton, Ohio 45429

Richard H. Grant, III-----Vice President - Corporate Planning and  
a Director  
291 West Toruston Boulevard  
Dayton, Ohio 45419

George E. Stewart-----Vice President - Liaison  
4526 Ardmore Drive  
Bloomfield Hills, Michigan 48013

Eugene F. Wefler-----Vice President - Public Relations  
6239 Wilmington Pike  
Dayton, Ohio 45459

Robert H. Dugan-----Vice President - Finance and a Director  
425 Honeysuckle  
Dayton, Ohio 45429

William G. Eichner-----Vice President - Manufacturing  
1001 Hyde Park Drive  
Dayton, Ohio 45429

Roger E. Kitzman-----Vice President - Sales  
5945 Kimway Drive  
Dayton, Ohio 45429

Terry D. Carder-----Vice President - Marketing  
5285 Little Woods Lane  
Dayton, Ohio 45429

Budd L. Tipple-----Vice President - EDP Services  
7712 Sweet Potato Ridge Road  
Brookville, Ohio 45309

Kenneth R. Wiseman-----Secretary and Treasurer  
7214 South Rangeline Road  
Union, Ohio 45322

Hugh E. Wall, Jr-----Director  
5380 Landau Drive Apt. 42  
Dayton, Ohio 45459

Kenneth W. Thiele-----Director  
4501 Southern Boulevard  
Dayton, Ohio 45429

Gayle B. Price, Jr-----Director  
4970 Talt Road  
Dayton, Ohio 45429

Robert F. Sharpe-----Director  
751 Greenhouse Drive  
Dayton, Ohio 45419

Dale L. Medford-----Assistant Secretary  
1711 Washington Creek Lane  
Centerville, Ohio 45459