

Filing fee: \$35.00

APPLICATION FOR  
AMENDED CERTIFICATE OF AUTHORITY  
OF

SPERRY RAND CORPORATION

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 July 1, 1955, authorizing it to transact business in Rhode Island under the name of SPERRY RAND CORPORATION

SECOND: The corporate name of the corporation has been changed to SPERRY CORPORATION

(If no change, so indicate)

THIRD: The name which it elects to use hereafter in Rhode Island is SPERRY CORPORATION

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: No Change

(If no other or additional purposes are proposed, insert "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
60,000,000	Common		\$.50
5,000,000	Preferred		No Par Value

(A): An estimate of the value of all property to be owned by it for the following year, wherever located, is \$ 1,281,783,540

(B): An estimate of the value of its property to be located within Rhode Island during such year is \$ 328,435

(C): An estimate of the gross amount of business to be transacted by it during such year is \$ 2,509,901,201

(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 \$ 5,000,000

Dated August 2, 19 79

SPERRY CORPORATION

By J. A. Huston  
J. A. Huston  
Its Vice President

and R. C. Anderson  
R. C. Anderson  
Its Asst. Secretary

STATE OF NEW YORK }  
COUNTY OF NEW YORK } Sc.

At New York in said County on the 24 day  
of August 19.79, before me personally appeared  
J. A. Huston, who being by me first duly sworn, declared that he is the  
Vice President of SPERRY CORPORATION,  
that he signed the foregoing document as such Vice President  
of the corporation, and that the statements therein contained are true.

Patricia M. Barnes  
Notary Public

(NOTARIAL SEAL)

PATRICIA M. BARNES  
Notary Public, State of New York  
No. 31-5185660  
Qualified in New York County  
Commission Expires March 20, 1980

AUG 9 - 1979 e.g.'33



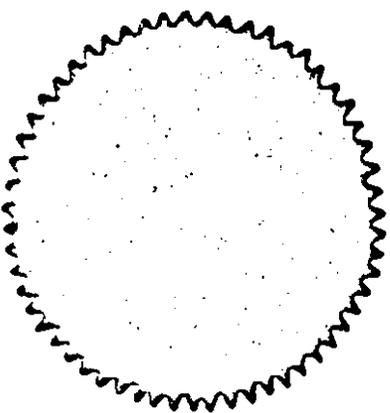
State  
of  
**DELAWARE**



Office of SECRETARY OF STATE

I, Glenn C. Kenton *Secretary of State of the State of Delaware,*  
*do hereby certify that the above and foregoing is a true and correct copy of*  
Certificate of Amendment of the "SPERRY RAND CORPORATION", as received and filed  
in this office the first day of August, A.D. 1979, at 10 o'clock A.M.

In Testimony Whereof, I have hereunto set my hand  
and official seal at Dover this first day  
of August in the year of our Lord  
one thousand nine hundred and seventy-nine.



*Glenn C. Kenton*

Glenn C. Kenton, Secretary of State