

Filing fee: \$35.00

**APPLICATION FOR
AMENDED CERTIFICATE OF AUTHORITY
OF**

PITNEY-BOWES, INC.

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 January 2, 1941, authorizing it to transact business in Rhode Island under the name of PITNEY-BOWES, INC.

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

THIRD: The name which it elects to use hereafter in Rhode Island is Pitney Bowes Inc.

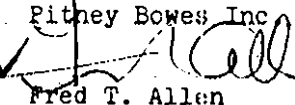
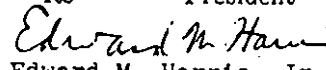
FOURTH: It desires to pursue in the transaction of business in Rhode Island other or additional purposes than those set forth in its prior Application for a Certificate of Authority, as follows: "No Change"
(If no other or additional purposes are proposed, insert "No change.")

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
30,000,000	Common	-	\$ 2.00
360,000	Cum. Preferred	-	\$50.00
240,000	Cum. Preferred	4%	\$50.00
1,897,292	Preference	-	None
3,102,708	Preference	\$2.12	None
5,600,000		Convertible	

- (A): An estimate of the value of all property to be owned by it for the following year, wherever located, is \$ 600,000,000
- (B): An estimate of the value of its property to be located within Rhode Island during such year is \$ 800,000
- (C): An estimate of the gross amount of business to be transacted by it during such year is \$ 568,000,000
- (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 \$ 2,300,000

Dated May 11, 1979

Pitney Bowes Inc
By 
Fred T. Allen
Its President
and 
Edward M. Harris, Jr.
Its Secretary

STATE OF CONNECTICUT }
COUNTY OF FAIRFIELD } Sc.

At Stamford in said County on the 11th day
of May 19 79, before me personally appeared FRED T. ALLEN
, who being by me first duly sworn, declared that he is the
President of Pitney Bowes Inc.,
that he signed the foregoing document as such President
of the corporation, and that the statements therein contained are true.


Notary Public

(NOTARIAL SEAL)

MARGUERITA A. SALERNO
NOTARY PUBLIC
MY COMMISSION EXPIRES MAR. 31, 1984

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