

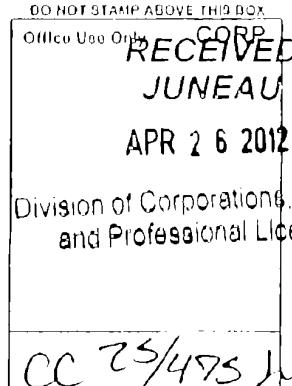
5433556



State of Alaska  
Division of Corporations, Business and Professional Licensing  
CORPORATIONS SECTION  
PO Box 110806  
Juneau, AK 99811-0806  
Phone: (907) 465-2550  
Fax: (907) 465-2974  
Website: [www.commerco.alaska.gov/occ](http://www.commerco.alaska.gov/occ)

**NOTIFICATION OF CONVERSION**  
Foreign Limited Liability Company  
AS 10.50.800, AS 10.60.570

\$25.00 Filing Fee (non-refundable)



Pursuant to Alaska Statutes 10.50.800 and 10.60.570, if a foreign company authorized to transact business in the State of Alaska is party to an organic change permitted by the laws of the home state, the surviving company shall, within 30 days file with the Commissioner a certified copy of the Articles of Conversion from the home state, along with an application for Certificate of Foreign Registration.

**ITEM 1:** Name of the converting entity: **Alaska Entity # (if applicable):**  
Election Systems & Software, Inc. **62633F**

Attach a separate sheet with additional companies, if necessary.

**ITEM 2:** Name of the limited liability company listed on the attached Certificate of Foreign Registration:  
Election Systems & Software, LLC

**NOTICE:** The Notification of Conversion must be filed in conjunction with a Certificate of Registration of Foreign Limited Liability Company and the applicable \$350.00 fee – see form 08-497.

Mail the Notification of Conversion and non-refundable \$25.00 filing fee, along with the Certificate of Foreign Registration and \$350.00 to:  
State of Alaska, Corporations Section, PO Box 110806, Juneau, AK 99811-0806

**STANDARD PROCESSING TIME** for complete and correct applications submitted to this office is approximately 10-15 business days. All applications are reviewed in the date order they are received.



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 Website: www.commerce.alaska.gov/occ

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**APR 26 2012**

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 and Professional Licensing

CC 350/470

**CERTIFICATE OF REGISTRATION**  
 Foreign Limited Liability Company  
 AS 10.50.615

\$350.00 Filing Fee

Pursuant to the provisions set forth in Alaska Statutes 10.50.615, the undersigned company applies for a Certificate of Registration and, for that purpose, submits the following statement:

**ITEM 1:** Legal name of the limited liability company must contain the words "limited liability company" or the abbreviation "L.L.C." or "LLC".

Election Systems & Software, LLC

This foreign entity is active and in good standing in the state/country of domicile.

**ITEM 2:** The assumed name the company elects to use in Alaska if the legal name is not available:

**ITEM 3:** The state of domicile, or "home state", and the date of organization in the state of domicile:

State of domicile: <u>Delaware</u>	Date of Organization: <u>4/25/1988</u>
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**ITEM 4:** The purpose of the company (may include "any lawful") and the 6 digit NAICS Industry Grouping Code that most clearly describes the initial activities of the company:

Purpose: <u>Miscellaneous Retail</u>	NAICS code: <u>335799</u>
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**ITEM 5:** Registered agent name and address (must include a physical address in Alaska):

Name: <u>National Registered Agents, Inc.</u>
Physical address: <u>9360 Glacier Highway, Ste. 202, Juneau AK 99801</u>
Mailing address:

**ITEM 6:** Principal office address of the company wherever located:

Name: <u>Election Systems &amp; Software, LLC</u>
Physical address: <u>11208 John Galt Blvd Omaha, NE 68137</u>
Mailing address:

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ITEM 7: Management.

The limited liability company is managed by its members.  
 The limited liability company is managed by a manager.

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ITEM 8: The limited liability company must have at least one member, and, in addition, list the name, address and % held of each person/entity owning at least 5% in the company.

Name	Mailing address	City	State	ZIP code	% held
Government Systems Software & Services, Inc.	11208 John Galt Blvd.	Omaha	NE	68137	100

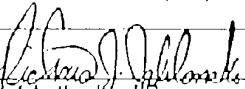
Attach an additional sheet if necessary.

If the company is managed by a manager, list the name, address and % held (if applicable) of each manager.

Name	Mailing address	City	State	ZIP code	% held
Richard J. Jablunski	11208 John Galt Blvd.	Omaha	NE	68137	0
Thomas F. O'Brien	11208 John Galt Blvd.	Omaha	NE	68137	0
Aldo Tesi	11208 John Galt Blvd.	Omaha	NE	68137	0

Attach an additional sheet if necessary.

Signatures: The printed name and signature of a person who is authorized by law of the state or other jurisdiction where the company was organized to sign the application.

  
Signature of Authorized Person      Richard J. Jablunski - Manager      4/25/2012  
Printed name of Authorized Person      Date

NOTE: Persons who sign documents filed with the commissioner that are known to the person to be false in material respects are guilty of a class A misdemeanor.

Mail the Application for Certificate of Registration and the \$350.00 filing fee in U.S. dollars to:  
State of Alaska, Corporations Section, PO Box 110806, Juneau, AK 99811-0806

STANDARD PROCESSING TIME for complete and correct applications submitted to this office is approximately 10-15 business days. All applications are reviewed in the date order they are received. To file your application online for immediate processing, visit our website at: [www.commerce.alaska.gov/ocg](http://www.commerce.alaska.gov/ocg).

# Delaware

PAGE 1

*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ELECTION SYSTEMS & SOFTWARE, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWELFTH DAY OF MARCH, A.D. 2012.

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Division of Corporations, Business  
and Professional Licensing

2158739 8300

120299516

You may verify this certificate online  
at [corp.delaware.gov/authvor.shtml](http://corp.delaware.gov/authvor.shtml)



*MSQR*  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 9423777

DATE: 03-12-12

# Delaware

PAGE 1

*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "ELECTION SYSTEMS & SOFTWARE, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "ELECTION SYSTEMS & SOFTWARE, INC." TO "ELECTION SYSTEMS & SOFTWARE, LLC", FILED IN THIS OFFICE ON THE TWENTY-SIXTH DAY OF SEPTEMBER, A.D. 2011, AT 2:05 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF CONVERSION IS THE FIRST DAY OF OCTOBER, A.D. 2011, AT 12:01 O'CLOCK A.M.

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and Professional Licensing

2158739 8100V

120299516

You may verify this certificate online  
at [corp.delaware.gov/authiver.phml](http://corp.delaware.gov/authiver.phml)



*m. Bullock*  
Jeffrey W. Bullock, Secretary of State

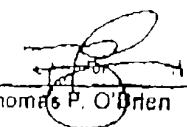
AUTHENTICATION: 9423776

DATE: 03-12-12

**CERTIFICATE OF CONVERSION  
FROM A CORPORATION TO A  
LIMITED LIABILITY COMPANY PURSUANT TO  
SECTION 18-214 OF THE LIMITED LIABILITY ACT**

1. The jurisdiction where the Corporation first formed is Delaware.
2. The jurisdiction immediately prior to filing this Certificate is Delaware.
3. The date the Corporation first formed is April 26, 1988.
4. The name of the Corporation immediately prior to filing this Certificate is Election Systems & Software, Inc.
5. The name of the Limited Liability Company as set forth in the Certificate of Formation is Election Systems & Software, LLC.
6. The effective date and time of this Certificate is October 1, 2011 at 12:01 a.m. Eastern Daylight Time

IN WITNESS WHEREOF, the undersigned have executed this Certificate on the  
13<sup>th</sup> day of September, 2011.

  
\_\_\_\_\_  
Thomas P. O'Brien      Treasurer/CFO

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Division of Corporations Business  
and Professional Licensing

60-57311

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 02:05 PM 09/26/2011  
FILED 02:05 PM 09/26/2011  
SRV 111041821 - 2150739 FILE