

796000003952

TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

700001801747
-07/29/96--01072--009
****70.00 ****70.00

SUBJECT: Cambridge Systematics, Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Albert W. Fowle
(Name of Person)

Cambridge Systematics, Inc.
(Firm/Company)

150 Cambridge Park Drive
(Address)

Cambridge, MA 02162
(City/State/Zip)

W96-15468

96 AUG -2 PM 3:38

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

WLC
8/2/96

Should you need to call someone concerning this matter, please call:

Albert W Fowle at (617) 354 0167
(Name of Person) (Area Code & Daytime Telephone Number)

COURIER ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314



July 19, 1996

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Cambridge Systematics, Inc. Registration Application

Dear Sir or Madam:

Cambridge Systematics is pleased to submit an application to register to transact business in Florida. Enclosed is the application, an original certificate of existence, and the \$70 registration fee. Please call me at (617) 354-0167 if there are any questions or if you need additional information. I look forward to hearing from you.

Sincerely,

CAMBRIDGE SYSTEMATICS, INC.

Lisa Waible
Marketing Assistant

Enclosure



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

July 24, 1996

ALBERT W. FOWLE
CAMBRIDGE SYSTEMATICS, INC.
150 CAMBRIDGE PARK DRIVE
CAMBRIDGE, MA 02167

SUBJECT: CAMBRIDGE SYSTEMATICS, INC.
Ref. Number: W96000015468

We have received your document for CAMBRIDGE SYSTEMATICS, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please provide the current mailing address for the corporation in the space provided in section 7.

A brief description of the entity's nature of business must be included in the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6958.

Lee Rivers
Document Examiner

Letter Number: 396A00035591

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
TO TRANSACT BUSINESS IN FLORIDA**

**IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE
STATE OF FLORIDA:**

1. Cambridge Systematics, Inc
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Massachusetts 3. 04-2905095
(State or country under the law of which it is incorporated) (FBI number, if applicable)

4. September 27, 1972 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Florida DOT Prequalification requirement, start date not yet determined
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))

7. Cambridge Systematics, Inc
150 Cambridge Drive, Suite 400, Cambridge, MA 02142
(Current mailing address)

8. See Attached
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida, Florida, 32301
(Zip Code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Vicki Schreber
Vicki Schreber, (Registered agent's signature) Assistant Vice-President

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: _____ (see attached)

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: _____ (see attached)

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Marc Cutler
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Marc Cutler, Vice President
(Typed or printed name and capacity of person signing application)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 AUG -2 PM 3:38

Cambridge Systematics, Inc.

■ The Firm

Cambridge Systematics provides planning, management, and strategy services in transportation, urban and regional economics, infrastructure management, program management, information technology, and energy and market research. Since its formation in 1972, the firm has gained a national reputation for applying state-of-the-art analytic techniques to complex problems, and developing innovative, practical solutions for our clients.

Cambridge Systematics, with a total staff of 125 professionals, maintains three offices. Our headquarters is in Cambridge, Massachusetts, with other offices located in Oakland, California; and Washington, D.C.

The firm serves a broad mix of public organizations and private corporate clients. These organizations include local, state, national, and international agencies, as well as transportation, logistics, manufacturing, and telecommunications companies; electric utilities; banks; and other private corporations and business organizations.

■ Scope of Services

Cambridge Systematics offers a range of services, covering:

Transportation

Travel demand forecasting, congestion and demand management planning, economic development and impact analysis, intelligent transportation systems (ITS), statewide and regional multimodal planning, geographic information systems applications, air quality impacts of mobile sources, freight modeling and planning, airport and aviation related planning, public transportation service and operations planning, water transportation, and finance.

Management Decision Services

Capital budgeting and programming, cost-benefit and financial analysis for public facilities, financial modeling and economic analysis for public and private sector program management, groupware applications, fixed asset maintenance management and infrastructure systems development, and ISTEA management systems.

Information Technology Strategy

Information technology audits, strategic use of information systems to support business strategy, management of corporate strategy implementation, use of emerging technologies including groupware, and acquisition evaluation services.

Energy and Market Research

Market research, customer choice modeling, competitive analysis, project evaluation and analysis, economic and environmental analysis, and database marketing.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
SEP 11 2 11 PM '88

Cambridge Systematics, Inc. (continued)

■ In-House Facilities

Cambridge Systematics provides a full range of in-house support services:

- Survey design and data collection staff;
- Integrated micro, workstation, and mainframe computer facilities; and
- Comprehensive graphics services.

■ Offices

In the Boston Area

150 CambridgePark Drive, Suite 4000
Cambridge, Massachusetts 02140
Telephone: (617) 354-0167
Fax: (617) 354-1542

In the San Francisco Area

1300 Clay Street, Suite 1010
Oakland, California 94612
Telephone: (510) 873-8700
Fax: (510) 873-8701

In Washington, D.C.

5225 Wisconsin Avenue, NW
Suite 409
Washington, D.C. 20015
Telephone: (202) 466-5542
Fax: (202) 466-5548

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 AUG -2 PM 3:38

Cambridge Systematics, Inc.
Corporate Officers
Cambridge Systematics, Inc.

<u>Title</u>	<u>Individual</u>	<u>Business Address</u>
President & Treasurer	Lance A. Neumann	150 CambridgePark Drive, Cambridge, MA 02140
Sr. Vice President	Robert L. Lopore	150 CambridgePark Drive, Cambridge, MA 02140
Sr. Vice President	Lance R. Grenzoback	150 CambridgePark Drive, Cambridge, MA 02140
Clark	Albert W. Fowle	150 CambridgePark Drive, Cambridge, MA 02140
Sr. Vice President	Arlo T. Reno	5225 Wisconsin Avenue, NW, Washington, D.C. 20011
Vice President	Marc Cutler	150 CambridgePark Drive, Cambridge, MA 02140
Vice President	Steve Pickrell	1300 Clay Street, Oakland, CA 94612
Vice President of Finance	Candace Tobin	150 CambridgePark Drive, Cambridge, MA 02140

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 AUG - 2 PM 3:38

CAMBRIDGE SYSTEMATICS, INC.
BOARD OF DIRECTORS

Cambridge Systematics, Inc.
Board of Directors

Name		Business Address
Moshe Ben-Akiva	Director	Mass. Institute of Technology Bldg. 1 Rm 183, Cambridge MA 02139
Marvin L. Manheim	Chairman	Northwestern University, J.L. Kellogg Graduate School of Mgmt. Policy Dept. Leverone Hall 6-182, Evanston, IL 60208
Susan J. Moses	Director	150 Cambridgepark Drive, Cambridge, MA 02140
Steven R. Lerman	Director	Mass. Institute of Technology Rm 1-238, Cambridge, MA 02142
Arlene T. Reno	Director	5225 Wisconsin Ave., Washington, D.C. 20016
Robert A. Kasameyer	Director	17 Pond Street, Cohasset, MA 02025
Lance E. Neumann	Director	150 Cambridgepark Drive, Cambridge, MA 02140
Steven M. Pickrell	Director	1300 Clay Street, Oakland, CA 94612

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 AUG -2 PM 3:38



William Francis Galvin
Secretary of the
Commonwealth

The Commonwealth of Massachusetts

Secretary of the Commonwealth

State House, Boston, Massachusetts 02133

July 17, 1996

To Whom It May Concern :

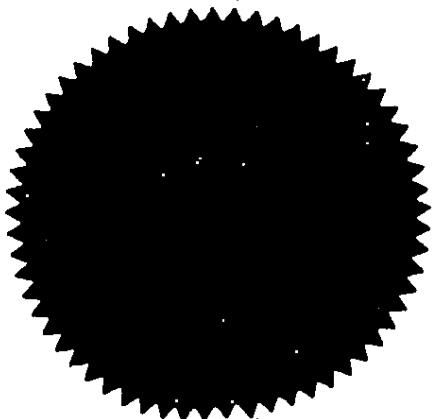
I hereby certify that,

Cambridge Systematics, Inc.

appears by records of this office to have been incorporated under the General Laws of this Commonwealth on **September 27, 1972.**

I also certify that so far as appears of record here, said corporation still has legal existence.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 AUG -2 PM 3:38



In testimony of which,

I have hereunto affixed the

Great Seal of the Commonwealth

on the date first above written.

William Francis Galvin

Secretary of the Commonwealth

JBM

* MGL Chapter 156B Section 83A provides that certain consolidations and mergers may be filed with the division within thirty days after the effective date of the merger or consolidation.

F96000003952

OFFICE OF THE COMPTROLLER APPLICATION FOR REFUND

Section 215.26, Florida Statutes, states in part: "Applications for refunds as provided in this section shall be filed with the Comptroller, except as otherwise provided herein, within 3 years after the right to such refund shall have accrued else such right shall be barred." Three years is generally interpreted as meaning three years from the date of payment into the State treasury. The Comptroller has delegated the authority to accept applications for refund to the unit of State government which initially collected the money.

Pursuant to the provisions of Rule 3A-44.020, Florida Administrative Code, and Section 215.26, Florida Statutes, or Section _____, Florida Statutes, I hereby apply for a refund of moneys I paid into the State treasury, which are subject to refund. The following information is submitted to substantiate the claim.

Name: CAMBRIDGE SYSTEMATICS, INC. EIN or SSN: 04-2905095

Address: 150 Cambridge Park Dr. Suite 4000
Cambridge, MA, 02140.

Amount: \$16500 Date Paid 3-25-97

Reason for claim: Annual Report filing fees paid twice.
F96000003952

Certified true and correct this 22nd day of July, 19 97.

Signature Walter R. Fowler

* Must be completed if authority is other than Section 215.26, Florida Statutes.

For Agency Use Only	
Agency recommends approval of above claim and submits the following information to substantiate the claim:	Amount of recommended refund \$ <u>16500</u>
The amount requested above was originally deposited into the State Treasury as a part of the funds deposited on	
State Treasurer's Receipt No. <u>93397 044</u>	Dated <u>3-25-97</u>
Name of Account	<u>45202130001453000000000010000</u>
Statutory Authority for Collection	<u>607</u>
It is requested that payment be made from the following account:	
NAME OF ACCOUNT	<u>45202130001453000000022002000</u>
Certified true and correct this	day of <u>July</u> , 19 <u>97</u>
Department of State, Division of Corporations	(Agency)
	(Authorized Signature and Title)