

State of Idaho

Department of State

CERTIFICATE OF AUTHORITY OF CRAY RESEARCH, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that
duplicate originals of an Application of _____
CRAY RESEARCH, INC.

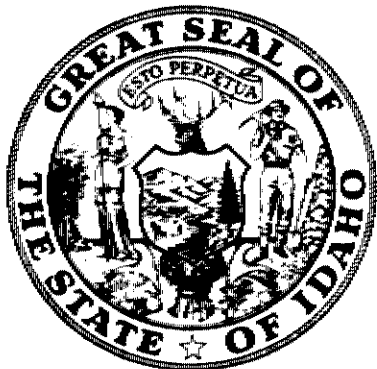
_____ for a Certificate of Authority to transact business in this State,
duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have
been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of
Authority to _____
CRAY RESEARCH, INC.

to transact business in this State under the name _____
CRAY RESEARCH, INC.

_____ and attach hereto a duplicate original of the Application
for such Certificate.

Dated August 26, 1987



Pete T. Cenarrusa

SECRETARY OF STATE

Sandra M. Antunes

Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

INC 26 8 49 AM '81
SECRETARY

To the Secretary of State of Idaho

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation SECRETARY applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

1. The name of the corporation is Cray Research, Inc.

2. The name which it shall use in Idaho is _____

(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by a Board of Directors resolution adopting assumed name in Idaho.)

3. It is incorporated under the laws of Delaware

4. The date of its incorporation is April 6, 1972 and the period of its duration is perpetual

5. The address of its principal office in the state or country under the laws of which it is incorporated is Corporation Trust Center, 1209 Orange Street, Wilmington, DE 19801

6. The address to which correspondence should be addressed, if different from that in item 5. 608 Second Avenue South, Tax Dept, Minneapolis, MN 55402

7. The street address of its proposed registered office in Idaho is 300 North 6th Street
Boise, Idaho 83701, and the name of its proposed

registered agent in Idaho at that address is C T CORPORATION SYSTEM

8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are: Sale, lease, and service large-scale scientific computers.

9. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>List Attached</u>		

(continued on reverse)

Name

Office

Address

10. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

11. This Application is accompanied by a certificate of Corporate Status or Existence, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: 8-20-87

Cray Research, Inc.

(Corporation Name)

By Michael Lindseth
Its President (Vice President please specify)

and David Dyson
Its Secretary (Assistant Secretary please specify)

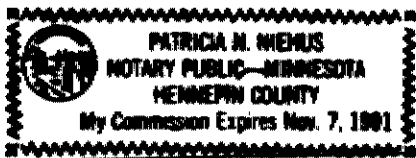
STATE OF Minnesota)

) ss:

COUNTY OF Hennepin)

I, PATRICIA N. NIEMUS, a notary public, do hereby certify that on this 20th day of AUGUST, 19 87, personally appeared before me MICHAEL LINDSETH / DAVID DYSON, who being by me first duly sworn, declared that (s)he is the V.P. FINANCE / ASST SECTY of CRAY RESEARCH, INC.

that (s)he signed the foregoing document as V.P. FINANCE / ASST SECTY of the corporation and that the statements therein contained are true.



Patricia N. Niemus
Notary Public

**CRAY RESEARCH INC.
BOARD OF DIRECTORS AND OFFICERS ADDRESS LIST**

<u>DIRECTORS</u>	<u>ADDRESS</u>	<u>HOME ADDRESS</u>
Seymour R. Cray	Riverside Project 770 Industrial Park P.O. Box 169 Chippewa Falls, WI 54729	P.O. Box 277, Rt. 4 Chippewa Falls, WI 54729
John A. Rollwagen	Cray Research, Inc. 608 2nd Avenue South Minneapolis, MN 55402	136 Groveland Terrace Minneapolis, MN 55403
Andrew Scott	Cray Research, Inc. 608 2nd Avenue South Minneapolis, MN 55402	1941 Fern Avenue South Minneapolis, MN 55405
Francis X. Driscoll	Oxford Partners Soundview Plaza 1266 Main Street Stamford, CT 06902	21 Silvermine Woods Wilton, CT 06897
Thomas A. Longo	Performance Semiconductor Corp. 610 Weddell Drive Sunnyvale, CA 94089	1700 Sandhill Road Apt. 410 Palo Alto, CA 94304
Robert F. Zicarelli	Northwest Venture Capital Mgmt., Inc. Suite 335 8777 E. Via De Ventura Scottsdale, AZ 85258-3346	4760 Regents Walk Excelsior, MN 55331
Robert L. Swiggert	Kollmorgen Corp. Management Center 66 Gate House Road Stamford, CT 06902	5 East Gate Road Huntington Long Island, NY 11743
Livio D. DeSimone	3M Company 3M Center Building 220-13B-31 St. Paul, MN 55144	11 Spyglass Road Dellwood White Bear Lake, MN 55110

**Cray Research, Inc.
Officers Address List**

<u>OFFICERS</u>	<u>WORK ADDRESS</u>	<u>HOME ADDRESS</u>
John A. Rollwagen Chairman and Chief Executive Officer	608 2nd Avenue South Minneapolis, MN 55402	136 Groveland Terrace Minneapolis, MN 55403
Andrew Scott Vice Chairman & Counsel	608 2nd Avenue South Minneapolis, MN 55402	1941 Fern Avenue South Minneapolis, MN 55405
Lester T. Davis Executive Vice President	900 Lowater Road Chippewa Falls, WI 54729	7352 Wisconsin Drive Chippewa Falls, WI 54729
John F. Carlson Executive Vice President	608 2nd Avenue South Minneapolis, MN 55402	5330 Hodgson Road St. Paul, MN 55112
Marcelo A. Guarcio Executive Vice President of Marketing	608 2nd Avenue South Minneapolis, MN 55402	2765 Maplewood Circle East Wayzata, MN 55391
Michael J. Lindseth Vice President of Finance and Treasurer	608 2nd Avenue South Minneapolis, MN 55402	11797 Mount Curve Road Eden Prairie, MN 55344
Margaret A. Loftus Vice President, Software	1440 Northland Drive Mendota Heights, MN 55120	5535 West 138th Street Savage, MN 55378
Michael G. Dickey Vice President, Int'l. Mktg.	608 2nd Avenue South Minneapolis, MN 55402	Apt. 2002 1117 Marquette Ave. Minneapolis, MN 55403
Bruce N. Kassin V.P. Mktg & Customer Relations	608 2nd Avenue South Minneapolis, MN 55402	7607 Stonewood Court Edina, MN 55435
Steve Chen Sr. Vice President	900 Lowater Road Chippewa Falls, WI 54729	Eagle Rapid Drive Box 392 Chippewa Falls, WI 54729
Dean Roush Sr. Vice President	1050 Lowater Road Chippewa Falls, WI 54729	Route 8, Box 193P Chippewa Falls, WI 54720
Don Whiting Vice President	913 First Avenue Chippewa Falls, WI 54729	235 Country Club Lane Altoona, WI 54720
Greg Barnum Corporate Controller	608 2nd Avenue South Minneapolis, MN 55402	11032 Hyland Terrace Eden Prairie, MN 55344
David E. Frasch Corp. Secretary and Technology Counsel	900 Lowater Road Chippewa Falls, WI 54729	420 West Willow Street Chippewa Falls, WI 54729

OFFICERSWORK ADDRESSHOME ADDRESS

Robert A. Gaertner
V.P. of HR & Communications

608 2nd Avenue South
Minneapolis, MN 55402

128 Prospect Avenue South
Minneapolis, MN 55419

Richard F. Morris
V.P., Technical Operations

890 Industrial Blvd.
Chippewa Falls, WI 54729

Rt. 8, Box 166
Chippewa Falls, WI 54729

Robert H. Ewald
Vice President,
Commercial Marketing

608 2nd Avenue South
Minneapolis, MN 55402

416 Westwood Drive North
Golden Valley, MN 55422

Paul Dillingham, Jr.
Vice President,
Gov't. Marketing

National Place
1331 Pennsylvania Avenue
Ste. 1331 North
Washington, DC 20004

1641 Westchester Court
Annapolis, MD 21401

Mark S. McNeil
Assistant Secretary

608 2nd Avenue South
Minneapolis, MN 55402

514 East Fifth Street
Northfield, MN 55057

Gerald M. Brost
Vice President, Eng.

1168 Industrial Boulevard
Chippewa Falls, WI 54729

1320 Pleasant Place
Chippewa Falls, WI 54729

David P. Dyson
Assistant Secretary

608 2nd Avenue South
Minneapolis, MN 55402

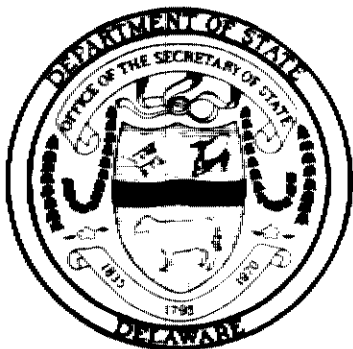
1191 Ashland Avenue
St. Paul, MN 55104



Office of Secretary of State

I, MICHAEL HARKINS, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY CRAY RESEARCH, INC. IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE DATE SHOWN BELOW.

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727224022

Michael Harkins
Michael Harkins, Secretary of State

AUTHENTICATION: 11357066

DATE: 08/12/1987