

State of Idaho

Office of the Secretary of State

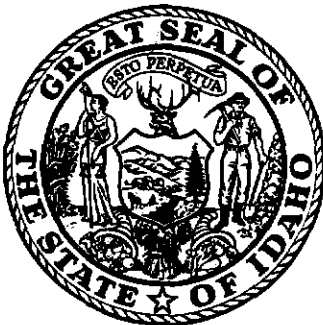
**CERTIFICATE OF AUTHORITY
OF
AGILYSYS, INC.**

File Number C 190981

I, BEN YSURSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority, duly executed pursuant to the provisions of the Idaho Business Corporation Act, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to transact business in this State and attach hereto a duplicate of the application for such certificate.

Dated: April 29, 2011



Ben Yursa

SECRETARY OF STATE

By

[Signature]



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

11 APR 29 PM 12:01

SECRETARY OF STATE
STATE OF IDAHO

The undersigned Corporation applies for a Certificate of Authority and states as follows:

1. The name of the corporation is:
AGILYSYS, INC.
2. The name which it shall use in Idaho is: AGILYSYS, INC.
3. It is incorporated under the laws of: OHIO
4. Its date of incorporation is: 02/04/1963
5. The address of its principal office is:
28925 Fountain Parkway, Solon, OH 44139
6. The address to which correspondence should be addressed, if different from item 5, is:

7. The street address of its registered office in Idaho is: 1111 W Jefferson, Ste 530, Boise, ID 83702
and its registered agent in Idaho at that address is: CT Corporation System
8. The names and respective business addresses of its directors and officers are:

Name	Title	Business Address
Please see attached list		

Dated: 4/25/11

Signature: Henry R. Bond

Typed Name: Henry R. Bond

Capacity: Sr VP & CFO

[The signer must be a director or an officer of the corporation.]

Customer Acct #:

(if using pre-paid account)

Secretary of State use only

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Revised 06/2005

Web Form

IDAHO SECRETARY OF STATE
04/29/2011 05:00
CK: 21238 CT: 20160 BH: 1271549
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C190981

Officers/Titles

Martin F Ellis, President & CEO
Henry R Bond, Senior VP & CFO
Curtis C Stout, VP & Treasurer
Kathleen A Weigand, General Counsel, SR VP

Business Address

28925 Fountain Parkway
Solon, Ohio 44139

**United States of America
State of Ohio
Office of the Secretary of State**

I, Jon Husted, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign business entities; that said records show AGILYSYS, INC., an Ohio corporation, Charter No. 317430, having its principal location in Cleveland, County of Cuyahoga, was incorporated on February 04, 1963 and is currently in GOOD STANDING upon the records of this office.



*Witness my hand and the seal of the
Secretary of State at Columbus, Ohio
this 26th day of April, A.D. 2011*

Jon Husted

Ohio Secretary of State

Validation Number: V2011116A134E0