



State of California
Secretary of State

1819960000
Limited Liability Company
Articles of Organization - Conversion

LLC-1A

File #

FILED *W/H*
In the Office of the Secretary of State
of the State of California

OCT 24 2011

IMPORTANT — Read all instructions before completing this form.

This Space For Filing Use Only

Converted Entity Information

- 1 NAME OF LIMITED LIABILITY COMPANY (End the name with the words "Limited Liability Company," or the abbreviations "LLC" or "L.L.C." The words "Limited" and "Company" may be abbreviated to "Ltd" and "Co.," respectively.)

ILOG, LLC

- 2 THE PURPOSE OF THE LIMITED LIABILITY COMPANY IS TO ENGAGE IN ANY LAWFUL ACT OR ACTIVITY FOR WHICH A LIMITED LIABILITY COMPANY MAY BE ORGANIZED UNDER THE BEVERLY-KILLEA LIMITED LIABILITY COMPANY ACT.

- 3 THE LIMITED LIABILITY COMPANY WILL BE MANAGED BY (Check only one)

☐

ONE MANAGER

☐

MORE THAN ONE MANAGER

☒

ALL LIMITED LIABILITY COMPANY MEMBER(S)

- 4 MAILING ADDRESS OF THE CHIEF EXECUTIVE OFFICE

CITY

STATE

ZIP CODE

4400 N. 1ST STREET, SUITE 100, SAN JOSE, CA 95134

- 5 NAME OF AGENT FOR SERVICE OF PROCESS (Item 5: Enter the name of the agent for service of process. The agent may be an individual residing in California or a corporation that has filed a certificate pursuant to California Corporations Code section 1505. Item 6: If the agent is an individual, enter the agent's business or residential address in California. Item 7: If the converting entity is a California limited partnership, enter the mailing address of the individual or corporate agent. Check the box and omit the mailing address if the agent's mailing address is the same as the address in Item 6.)

CT CORPORATION SYSTEM

- 6 IF AN INDIVIDUAL, ADDRESS OF AGENT FOR SERVICE OF PROCESS IN CA

CITY

STATE

ZIP CODE

CA

- 7 MAILING ADDRESS OF AGENT FOR SERVICE OF PROCESS

CITY

STATE

ZIP CODE

☐

THE MAILING ADDRESS OF THE AGENT FOR SERVICE OF PROCESS IS THE SAME AS THE AGENT'S BUSINESS OR RESIDENTIAL ADDRESS IN ITEM 6

Converting Entity Information

- 8 NAME OF CONVERTING ENTITY

ILOG, INC.

- 9 FORM OF ENTITY

CORPORATION

- 10 JURISDICTION

CALIFORNIA

- 11 CA SECRETARY OF STATE FILE NUMBER, IF ANY

C1819960

- 12 THE PRINCIPAL TERMS OF THE PLAN OF CONVERSION WERE APPROVED BY A VOTE OF THE NUMBER OF INTERESTS OR SHARES OF EACH CLASS THAT EQUATED OR EXCEEDED THE VOTE REQUIRED. IF A VOTE WAS REQUIRED, PROVIDE THE FOLLOWING FOR EACH CLASS.

STATE THE CLASS AND NUMBER OF OUTSTANDING INTERESTS ENTITLED TO VOTE AND THE PERCENTAGE VOTE REQUIRED OF EACH CLASS

Share Class: Common (No par value) - 1,000,000 shares

100%

Additional Information

- 13 ADDITIONAL INFORMATION SET FORTH ON THE ATTACHED PAGES, IF ANY, IS INCORPORATED HEREIN BY THIS REFERENCE AND MADE A PART OF THIS CERTIFICATE

14. I CERTIFY UNDER PENALTY OF PERJURY UNDER THE LAWS OF THE STATE OF CALIFORNIA THAT THE FOREGOING IS TRUE AND CORRECT OF MY OWN KNOWLEDGE. I DECLARE I AM THE PERSON WHO EXECUTED THIS INSTRUMENT, WHICH EXECUTION IS MY ACT AND DEED

DATE

9-30-2011

SIGNATURE OF AUTHORIZED PERSON

SIGNATURE OF AUTHORIZED PERSON

BETH SMITH, PRESIDENT

TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON

SCOTT TUNLEY, SECRETARY

TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON