

**RESOLUTION OF THE AUSTIN INDEPENDENT SCHOOL DISTRICT
ACKNOWLEDGING RECEIPT OF WRITTEN NOTICE AND REQUEST FOR
ASSIGNMENT FROM HEWLETT-PACKARD COMPANY AND APPROVING THE
REQUEST FOR ASSIGNMENT OF THE AGREEMENT FOR AN APPRAISED VALUE
LIMITATION ON QUALIFIED PROPERTY TO HEWLETT-PACKARD ENTERPRISE**

WHEREAS, on April 24, 2006, the Superintendent of Schools of the Austin Independent School District acting as agent of the Board of Trustees received an Application from the HEWLETT-PACKARD COMPANY for an Appraised Value Limitation on Qualified Property, pursuant to Chapter 313 of the Texas Tax Code; and,

WHEREAS, the Board of Trustees at its Board meeting held on November 6, 2006 made factual findings in accordance with the Texas Economic Development Act that the Agreement for an Appraised Value Limitation on Qualified Property was in the best interest of the District; and,

WHEREAS, on November 6, 2006, the Board of Trustees approved the form of this Agreement for a Limitation on Appraised Value of Property for School District Maintenance and Operations Taxes, and authorized the Board President and Secretary to execute and deliver such Agreement to the HEWLETT-PACKARD COMPANY; and,

WHEREAS, after examining the November 6, 2006 Agreement; all Annual Eligibility Reports (Comptroller's Form #50-772); and all Biennial Progress Reports (Comptroller's Form #50-773) filed by HEWLETT-PACKARD COMPANY, the Board has determined that HEWLETT-PACKARD COMPANY is, in all other respects, in compliance with the terms of the aforesaid Agreement; and,

WHEREAS, after examining Comptroller's State Franchise Tax records, the Board has determined that, at the time of the adoption of this Resolution, HEWLETT-PACKARD COMPANY, is an active franchise tax paying entity as described in the attached **Exhibit A**; and,

WHEREAS, as of the date of the approval of this Resolution, HEWLETT-PACKARD COMPANY has not relocated its business outside of the District; and,

WHEREAS, HEWLETT-PACKARD COMPANY has filed all the required reports under the Texas Tax Code, including but not limited to employment data, necessary to determine whether all obligations under this Agreement are being met.

WHEREAS, Section 6.5 of the Agreement for an Appraised Value Limitation on Qualified Property permits an Applicant to assign the Agreement, or a portion of this Agreement, to a new Applicant or lessee of the Qualified Property upon the written approval of the District; and,

WHEREAS, HEWLETT-PACKARD COMPANY announced plans to restructure and separate into two new publicly traded Fortune 50 companies. In anticipation of the restructure event, HEWLETT-PACKARD COMPANY is reorganizing its business so that the assets and liabilities of HEWLETT-PACKARD COMPANY will be delegated and assigned to its subsidiaries; and,

WHEREAS, on June 18, 2015, the Superintendent of Schools of the Austin Independent School District received written notice of and request for assignment from HEWLETT-PACKARD COMPANY of the Agreement for limitation on Appraised Value of Property for School District Maintenance and Operations Taxes to HEWLETT-PACKARD ENTERPRISE.

WHEREAS, after examining Comptroller's State Franchise Tax records, the Board has determined that, at the time of the adoption of this Resolution, HEWLETT-PACKARD ENTERPRISE, is an active franchise tax paying entity; and,

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF TRUSTEES OF THE AUSTIN INDEPENDENT SCHOOL DISTRICT:

SECTION 1. The Board acknowledges the written notice and request for assignment from HEWLETT PACKARD COMPANY and approves the assignment of the rights, duties and obligations under the agreement to HEWLETT-PACKARD ENTERPRISE.

SECTION 2. A motion was made by Jayne Mathias, and seconded by Ann Teich to pass, approve and adopt this Resolution.

THE FOLLOWING VOTE WAS RECORDED:

For Motion to Adopt:

Against Motion to Adopt:

Other Votes, if any:

PASSED, APPROVED AND ADOPTED this the 28th day of September 2015.

Austin Independent School District

By: Gina Hinojosa
Gina Hinojosa
President
Board of Trustees

APPROVED / C TO LEGAL FORM
11/20 9-28-15

ATTEST:

By: Jayne Mathias
Jayme Mathias
Secretary
Board of Trustees



Franchise Tax Account Status

As of: 08/28/2015 11:37:12 AM

This Page is Not Sufficient for Filings with the Secretary of State

HEWLETT PACKARD ENTERPRISE COMPANY	
Texas Taxpayer Number	32056659173
Mailing Address	1999 BRYAN ST STE 900 DALLAS, TX 75201-3140
Right to Transact Business in Texas	ACTIVE
State of Formation	DE
Effective SOS Registration Date	03/13/2015
Texas SOS File Number	0802175187
Registered Agent Name	C T CORPORATION SYSTEM
Registered Office Street Address	1999 BRYAN ST., STE. 900 DALLAS, TX 75201



Office of the Secretary of State

March 16, 2015

CT Corporation System
701 Brazos, Ste. 720
Austin, TX 78701 USA

RE: Hewlett Packard Enterprise Company
File Number: 802175187

It has been our pleasure to file the application for registration and issue the enclosed certificate of filing evidencing the authority of the foreign for-profit corporation to transact business in Texas.

Unless exempted, the foreign entity is subject to state tax laws, including franchise tax laws. Shortly, the Comptroller of Public Accounts will be contacting the entity at its registered office for information that will assist the Comptroller in setting up the franchise tax account for the foreign entity. Information about franchise tax, and contact information for the Comptroller's office, is available on their web site at <http://window.state.tx.us/taxinfo/franchise/index.html>.

The registered foreign entity is not required to file annual reports with the Secretary of State. An application for amended registration must be filed with the Secretary of State if the foreign entity changes its name, changes the purposes to be pursued in Texas, or changes the assumed name it elected to use on its application for registration. It is important for the foreign entity to continuously maintain a registered agent and office in Texas. Failure to maintain an agent or office or file a change to the information in Texas may result in the revocation of the entity's registration by the Secretary of State.

If we can be of further service at any time, please let us know.

Sincerely,

Corporations Section
Business & Public Filings Division
(512) 463-5555

Enclosure



Office of the Secretary of State

**CERTIFICATE OF FILING
OF**

Hewlett Packard Enterprise Company
File Number: 802175187

The undersigned, as Secretary of State of Texas, hereby certifies that an Application for Registration for the above named Foreign For-Profit Corporation to transact business in this State has been received in this office and has been found to conform to the applicable provisions of law.

ACCORDINGLY, the undersigned, as Secretary of State, and by virtue of the authority vested in the secretary by law, hereby issues this certificate evidencing the authority of the entity to transact business in this State from and after the effective date shown below for the purpose or purposes set forth in the application under the name of

Hewlett Packard Enterprise Company

The issuance of this certificate does not authorize the use of a name in this state in violation of the rights of another under the federal Trademark Act of 1946, the Texas trademark law, the Assumed Business or Professional Name Act, or the common law.

Dated: 03/13/2015

Effective: 03/13/2015



A handwritten signature in black ink, appearing to read "Cascos".

Carlos Cascos
Secretary of State

Form 301
(Revised 05/11)

Submit in duplicate to:
Secretary of State
P.O. Box 13697
Austin, TX 78711-3697
512 463-5555
FAX: 512/463-5709
Filing Fee: \$750



This space reserved for office use.

**Application for
Registration of a
Foreign For-Profit
Corporation**

FILED
In the Office of the
Secretary of State of Texas
MAR 13 2015
Corporations Section

1. The entity is a foreign for-profit corporation. The name of the entity is:

Hewlett Packard Enterprise Company

Provide the full legal name of the entity as stated in the entity's formation document in its jurisdiction of formation.

2A. The name of the corporation in its jurisdiction of formation does not contain the word "corporation," "company," "incorporated," or "limited" (or an abbreviation thereof). The name of the corporation with the word or abbreviation that it elects to add for use in Texas is:

2B. The corporation name is not available in Texas. The assumed name under which the corporation will qualify and transact business in Texas is:

The assumed name must include an acceptable organizational identifier or an accepted abbreviation of one of these terms.

3. Its federal employer identification number is: 47-3298624

Federal employer identification number information is not available at this time.

4. It is incorporated under the laws of: (set forth state or foreign country) Delaware

and the date of its formation in that jurisdiction is: 02/25/2015

mm/dd/yyyy

5. As of the date of filing, the undersigned certifies that the foreign corporation currently exists as a valid corporation under the laws of the jurisdiction of its formation.

6. The purpose or purposes of the corporation that it proposes to pursue in the transaction of business in Texas are set forth below.

The purpose of the corporation is to engage in any lawful activity permitted under the Texas Business Organizations Code.

The corporation also certifies that it is authorized to pursue such stated purpose or purposes in the state or country under which it is incorporated.

7. The date on which the foreign entity intends to transact business in Texas, or the date on which the foreign entity first transacted business in Texas is: 08/01/2015

mm/dd/yyyy Late fees may apply (see instructions).

8. The principal office address of the corporation is:

3000 Hanover Street, Palo Alto, CA 94304

Address

City

State

Country

Zip Code

Complete item 9A or 9B, but not both. Complete item 9C.

9A. The initial registered agent is an organization (cannot be entity named above) by the name of:

C T Corporation System

OR

9B. The initial registered agent is an individual resident of the state whose name is:

<i>First Name</i>	<i>M.I.</i>	<i>Last Name</i>	<i>Suffix</i>
9C. The business address of the registered agent and the registered office address is:			
1999 Bryan Street, Suite #900, Dallas		TX	75201-3136
<i>Street Address</i>	<i>City</i>	<i>State</i>	<i>Zip Code</i>

10. The corporation hereby appoints the Secretary of State of Texas as its agent for service of process under the circumstances set forth in section 5.251 of the Texas Business Organizations Code.

11. The name and address of each person on the board of directors is:

Director 1			
Catherine	A.	Lesjak	
<i>First Name</i>	<i>M.I.</i>	<i>Last Name</i>	<i>Suffix</i>
3000 Hanover Street	Palo Alto	CA	94304
<i>Street or Mailing Address</i>	<i>City</i>	<i>State</i>	<i>Country Zip Code</i>

Director 2			
Rishi		Varma	
<i>First Name</i>	<i>M.I.</i>	<i>Last Name</i>	<i>Suffix</i>
3000 Hanover Street	Palo Alto	CA	94304
<i>Street or Mailing Address</i>	<i>City</i>	<i>State</i>	<i>Country Zip Code</i>

Director 3			
Jeremy	K.	Cox	
<i>First Name</i>	<i>M.I.</i>	<i>Last Name</i>	<i>Suffix</i>
5400 Legacy Drive	Plano	TX	75024
<i>Street or Mailing Address</i>	<i>City</i>	<i>State</i>	<i>Country Zip Code</i>

Supplemental Provisions/Information

Text Area: [The attached addendum, if any, is incorporated herein by reference.]

Effectiveness of Filing (Select either A, B, or C.)

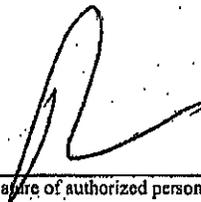
- A. This document becomes effective when the document is filed by the secretary of state.
- B. This document becomes effective at a later date, which is not more than ninety (90) days from the date of signing. The delayed effective date is: _____
- C. This document takes effect upon the occurrence of a future event or fact, other than the passage of time. The 90th day after the date of signing is: _____

The following event or fact will cause the document to take effect in the manner described below:

Execution

The undersigned affirms that the person designated as registered agent has consented to the appointment. The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument and certifies under penalty of perjury that the undersigned is authorized under the provisions of law governing the entity to execute the filing instrument.

Date: March 3, 2015



Signature of authorized person (see instructions)

Rishi Varma

Printed or typed name of authorized person.