

**F03 00000 2827**

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DIVISION OF CORPORATION

**FOREIGN PROFIT QUALIFICATION**

Liquidmetal Technologies, Inc.

Certificate of Stamps	0
Certified Copy	1
Page Count	06
Estimated Charge	\$78.75

**F03-2827**  
**OK**

**LIQUIDMETAL TECHNOLOGIES**  
a California corporation  
100 North Tampa Street  
Suite 3150  
Tampa, Florida 33602

May 20, 2003

TO: Secretary of State of Florida

RE: Consent to Use of Name

Dear Sir or Madam:

Please be advised that the undersigned, Liquidmetal Technologies, a corporation organized and existing under the laws of the State of California, hereby consents to the qualification of Liquidmetal Technologies, Inc., a Delaware corporation, and to the use of the name "Liquidmetal Technologies (Delaware), Inc." by that corporation, in your jurisdiction.

Very truly yours,

LIQUIDMETAL TECHNOLOGIES  
a California corporation

By:

  
Brian McDougall  
Secretary

**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. LIQUIDMETAL TECHNOLOGIES, 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. Delaware 3. Applied For

(State or country under the law of which it is incorporated) (FBI number, if applicable)

4. May 15, 2003 5. Perpetual

(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Upon Approval of This Application

(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.") (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 100 North Tampa Street, Suite 3150

(Principal office address)

Tampa, FL 33602

(Current mailing address)

8. All lawful corporate purposes

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

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

Name: F&L CORP.

Office Address: 200 Laura Street

Jacksonville, Florida 32202  
(City) (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.*

F&L CORP.

By: David L. [Signature], Vice President

(Registered agent's signature)

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 business addresses of officers and/or directors:

A. DIRECTORS

Chairman: James Kang  
Address: 100 North Tampa Street, Suite 3150  
Tampa, FL 33602

Vice Chairman:  
Address:

Director: John Kang  
Address: 100 North Tampa Street, Suite 3150  
Tampa, FL 33602

Director: Henri Tchen  
Address: 100 North Tampa Street, Suite 3150  
Tampa, FL 33602

B. OFFICERS


President: John Kang  
Address: 100 North Tampa Street, Suite 3150  
Tampa, FL 33602

Vice President: Scott Wiggins  
Address: 100 North Tampa Street, Suite 3150  
Tampa, FL 33602

Secretary: Brian McDougall  
Address: 100 North Tampa Street, Suite 3150, Tampa, FL 33602

Treasurer: Brian McDougall  
Address: 100 North Tampa Street, Suite 3150, Tampa, FL 33602

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

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

14. Brian McDougall, Chief Financial Officer, Secretary and Executive Vice President  
(Typed or printed name and capacity of person signing application)

<b>OFFICERS AND DIRECTORS</b>	<b>NAME</b>	<b>BUSINESS ADDRESS</b>
Director and President and Chief Executive Officer	John Kang	100 N. Tampa St., Suite 3150 Tampa, FL 33602
Director and Chairman of the Board	James Kang	100 N. Tampa St., Suite 3150 Tampa, FL 33602
Chief Technology Officer	Neal Paton, Ph.D.	100 N. Tampa St., Suite 3150 Tampa, FL 33602
Chief Strategy Officer, Executive Vice President	Scott Wiggins	100 N. Tampa St., Suite 3150 Tampa, FL 33602
Corporate Senior Vice President, Human Resources	David Binnie	100 N. Tampa St., Suite 3150 Tampa, FL 33602
Chief Financial Officer, Secretary, and Executive Vice President	Brian McDougall	100 N. Tampa St., Suite 3150 Tampa, FL 33602
Director	Henri Tchen	100 N. Tampa St., Suite 3150 Tampa, FL 33602
Director	Tjoa Thian Song	100 N. Tampa St., Suite 3150 Tampa, FL 33602
Director	Jeffrey Oster	100 N. Tampa St., Suite 3150 Tampa, FL 33602
Director	David Browne	100 N. Tampa St., Suite 3150 Tampa, FL 33602
Director	William Johnson	100 N. Tampa St., Suite 3150 Tampa, FL 33602

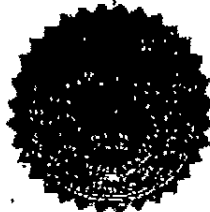
# Delaware

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## *The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "LIQUIDMETAL TECHNOLOGIES, 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 TWENTIETH DAY OF MAY, A.D. 2003.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2427386

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DATE: 05-20-03