

Division of Corporations

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FOREIGN PROFIT QUALIFICATION

VMware, Inc.

Certificate of Status	0
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Page Count	05
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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. VMware, Inc.
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware 3. 94-3292913
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 02/10/1998 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 01/12/2004
(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. 3145 Porter Dr., Palo Alto, CA 94304
(Principal office address)

same
(Current mailing address)

8. Development, marketing and sales of software and related services.
(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: C T Corporation System

Office Address: c/o C T Corporation System, 1200 South Pine Island

Plantation, Florida 33324
(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.

By: Naseem A. Conde
(Registered agent's signature)

NASEEM A. CONDE
SPECIAL ASST. SECRETARY

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:

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A. DIRECTORS

Chairman: SEE ATTACHMENT

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: SEE ATTACHMENT

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. _____

(Signature of Director or Officer listed in number 12 of the application)

14. Paul Auvil, Vice President

(Typed or printed name and capacity of person signing application)

OFFICERS AND DIRECTORS OF VMWARE, INC.

OFFICER	HOME ADDRESS	BUSINESS ADDRESS
Diane Greene President	672 Mirada Ave Stanford, CA 94305	VMware, Inc. 3145 Porter Drive Palo Alto, CA 94304
Paul T. Dacier Senior Vice President	92 Woodland Street Sherborn, MA 01770	EMC Corporation 176 South St. Hopkinton, MA 01748
Susan I. Permut Secretary	51 Royce Road Newton Centre, MA 02459	EMC Corporation 176 South St. Hopkinton, MA 01748
William J. Teuber, Jr. Treasurer	46 Ferncroft Road Waban, MA 02468	EMC Corporation 176 South St. Hopkinton, MA 01748
Paul R. Auvil Vice President	14751 Vickery Ave Saratoga, CA 95070	VMware, Inc. 3145 Porter Drive Palo Alto, CA 94304

DIRECTOR	HOME ADDRESS	BUSINESS ADDRESS
Paul T. Dacier	92 Woodland Street Sherborn, MA 01770	EMC Corporation 176 South St. Hopkinton, MA 01748
William J. Teuber, Jr.	46 Ferncroft Road Waban, MA 02468	EMC Corporation 176 South St. Hopkinton, MA 01748
Susan I. Permut	51 Royce Road Newton Centre, MA 02459	EMC Corporation 176 South St. Hopkinton, MA 01748

Delaware

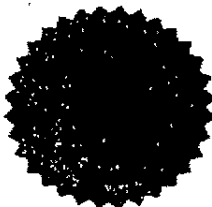
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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "VMWARE, 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 THIRTEENTH DAY OF JANUARY, A.D. 2004.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



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Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2867992

DATE: 01-13-04