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Division of Corporations

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Florida Department of State
Division of Corporations
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DIVISION OF CORPORATION

FOREIGN PROFIT QUALIFICATION

Qsent, Inc.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2005 OCT 12 AM 8:33

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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. Quant, Inc.
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inn.," "Co.," or "Corp.")

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

2. Delaware 3. 93-1262983
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 12/17/1998 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 05/01/2003
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 926 NW 13th Avenue, Suite 210, Portland, OR 97209
(Principal office address)

same
(Current mailing address)

8. See Attachment
(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 NOT acceptable)

Name: CT Corporation System

Office Address: 1200 South Pine Island Road

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.

CT Corporation System

By: [Signature]
(Registered agent's signature) Nathaniel C. Gariopy, Asst. Secy.

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:

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Attachment to Florida

Purpose Clause

The Purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law

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TALLAHASSEE, FLORIDA

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: _____

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

13. _____

Larry Wasserman

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

14. Larry Wasserman, Vice President

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

Board of Directors

Qsent, Inc. - Board Members

Management

Patrick M. Cox
926 NW 13th Avenue, Suite 210
Portland, OR 97209

Scott Cruickshank
926 NW 13th Avenue, Suite 210
Portland, OR 97209

Outside Board Members

Enrique Godreau III
Voyager Capital Fund I LP
926 NW 13th Avenue, Suite 210
Portland, OR 97209

David Walrod
Oak Investment Partners
926 NW 13th Avenue, Suite 210
Portland, OR 97209

Outside Board Members (cont.)

Dan Levitan
Maveron
926 NW 13th Avenue, Suite 210
Portland, OR 97209

Mike Gorsage
TSC
926 NW 13th Avenue, Suite 210
Portland, OR 97209

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Company Officers

Senior Management

Patrick M. Cox, CEO
(503) 889-7010 Direct
(503) 201-7010 Mobile
pat@csent.com

Scott Cruickshank, President & COO
(503) 889-7008 Direct
(503) 807-2572 Mobile
scott@csent.com

Kevin S. Anderson, EVP
(503) 889-7009 Direct
(503) 757-5106 Mobile
kevin@csent.com

Gregory A. Keene, Chief Privacy Officer
(503) 889-7004 Direct
(971) 506-6272 Mobile
greg@csent.com

Francisco E. Garbayo, SVP, Human Resources
(503) 889-7005 Direct
(503) 869-6295 Mobile
francisco.garbayo@csent.com

Richard J. Greene, SVP, Technology
(503) 889-7070 Direct
(503) 970-8902 Mobile
rich.greene@csent.com

Lawrence S. Wasserman, CFO
Secretary and Treasurer
(503) 889-7033 Direct
(503) 753-4783 Mobile
larry.wasserman@csent.com

Don Thibeau, Chief Strategy Officer
(202) 626-8789
(202) 841-8222
don.thibeau@csent.com

Address for all
926 NW 13th Avenue
Portland, Oregon 97209
503-889-7000

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TALLAHASSEE, FLORIDA

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "QSENT, 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 SIXTH DAY OF OCTOBER, A.D. 2005.

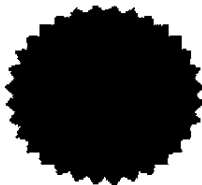
AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4210648

DATE: 10-06-05

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