

F06000006337

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

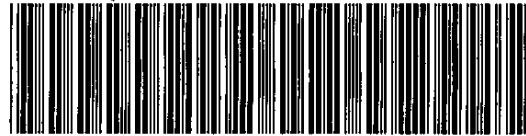
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



000079134030

08/28/06--01023--006 **87.50

10/05/06--01003--003 **5750.00

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Penalty 5,000.00
OR 750.00

006-37975

5,750.00

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Manhattan Associates, Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

KAREN HUPRICH
(Name of Person)
MANHATTAN ASSOCIATES, INC
(Firm/Company)
2300 WINDY RIDGE PARKWAY, 7TH FL.
(Address)
ATLANTA, GA 30339
(City/State and Zip code)

For further information concerning this matter, please call:

KAREN HUPRICH at (678) 597-7116
(Name of Person) (Area Code & Daytime Telephone Number)

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TALLAHASSEE, FLORIDA

STREET/COURIER ADDRESS:

New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

New Filing Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy



Global Headquarters
2300 Windy Ridge Pkwy
Seventh Floor
Atlanta, Georgia 30339

tel + 1 770 955 5533
fax + 1 770 955 0302
email info@manh.com
web www.manh.com

September 1, 2006

Subject: Manhattan Associates, Inc.
Ref. Number: W06000037975

Per your letter dated August 28, 2006, I have listed below the name that we wish to use in the State of Florida.

Manhattan Associates, Inc., Software

The document that you enclosed for an officer to sign has been signed by Dennis Story our CFO and is enclosed.

Please contact me for anything further.

Sincerely,

A handwritten signature in cursive script that reads 'Karen'.

Karen Huprich
Manhattan Associates, Inc.
678-597-7116



Global Headquarters
2300 Windy Ridge Pkwy
Seventh Floor
Atlanta, Georgia 30339

tel + 1 770 955 5533
fax + 1 770 955 0302
email info@manh.com
web www.manh.com

September 26, 2006

State of Florida
Division of Corporation
P. O. Box 6327
Tallahassee, FL 32314

To Whom It May Concern:

Please find enclosed a copy of the letter that you sent along with a check in the amount of \$5,750.00 that will enable Manhattan Associates, Inc. to return to a "Good Standing" status in Florida. The check includes all fees and penalties that are required of us.

Thanks for your help and please call me at 678-597-7116 if you have any questions.

Regards,

A handwritten signature in cursive script that reads "Karen".

Karen Huprich
Manhattan Associates, Inc.
2300 Windy Ridge Parkway, 7th Fl
Atlanta, GA 30339



FLORIDA DEPARTMENT OF STATE
Division of Corporations

August 28, 2006

KAREN HUPRICH
MANHATTAN ASSOCIATES, INC.
2300 WINDY RIDGE PKWY - 7TH FLOOR
ATLANTA, GA 30339

SUBJECT: MANHATTAN ASSOCIATES, INC.
Ref. Number: W06000037975

RECEIVED
06 SEP -7 PM 1:23
FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

We have received your document for MANHATTAN ASSOCIATES, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

- ✓ The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.
- ✓ The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report/uniform business report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report/uniform business report and penalty fees is \$5,750.00.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6855.

Tammy Hampton
Document Specialist

Letter Number: 306A00052663



FLORIDA DEPARTMENT OF STATE
Division of Corporations

September 7, 2006

KAREN HUPRICH
MANHATTAN ASSOCIATES, INC.
2300 WINDY RIDGE PKWY - 7TH FLOOR
ATLANTA, GA 30339

SUBJECT: MANHATTAN ASSOCIATES, INC.
Ref. Number: W06000037975

We have received your document for MANHATTAN ASSOCIATES, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

You failed to make the correction(s) requested in our previous letter.

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report/uniform business report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report/uniform business report and penalty fees is \$5,750.00.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6855.

Tammy Hampton
Document Specialist

Letter Number: 006A00054262

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

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

2. Georgia 3. 582373424
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 2/24/1998 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 2001
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 2300 Windy Ridge Pkwy, 7th Fl, Atlanta, Ga 30339
(Principal office address)

SAME
(Current mailing address)

8. Software + Hardware Sales + Consulting
(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: NRAI Services, Inc

Office Address: 2731 Executive Park Drive, Suite 4
Weston, Florida 33331
(City) (Zip code)

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TALLAHASSEE, FLORIDA

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.

[Signature]
(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: Please see attached

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: Please see attached

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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TALLAHASSEE FLORIDA

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

13. [Signature] CFO

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

14. DENNIS STORY, CFO

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

**Manhattan Associates, Inc.
Officer and Director Listing**

Officers

Pete Sinisgalli--CEO/President

Dennis Story--Chief Financial Officer, Sr. Vice President

David Dabbieri--Chief Legal Counsel

2300 Windy Ridge Road, Atlanta, GA 30339

2300 Windy Ridge Road, Atlanta, GA 30339

2300 Windy Ridge Road, Atlanta, GA 30339

Directors

John J. Huntz, Jr.

Brian J. Cassidy

Paul R. Goodwin

Thomas E. Noonan

Deepak Raghavan

2300 Windy Ridge Road, Atlanta, GA 30339

2300 Windy Ridge Road, Atlanta, GA 30339

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2300 Windy Ridge Road, Atlanta, GA 30339

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF GEORGIA

Secretary of State

Corporations Division
315 West Tower
#2 Martin Luther King, Jr. Dr.
Atlanta, Georgia 30334-1530

CERTIFICATE OF EXISTENCE

I, Cathy Cox, Secretary of State and the Corporations Commissioner of the state of Georgia, hereby certify under the seal of my office that

MANHATTAN ASSOCIATES, INC.

Domestic Profit Corporation

was formed or was authorized to transact business on 02/24/1998 in Georgia. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation or any other similar document with the office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.



WITNESS my hand and official seal of the City of Atlanta and
the State of Georgia on 22nd day of August, 2006

Cathy Cox
Secretary of State

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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