

F07000004638

Division of Corporations

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FOREIGN PROFIT/NONPROFIT CORPORATION

BEA Systems, Inc.

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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. BEA Systems, 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

(State or country under the law of which it is incorporated)

3. 77-0394711

(FEI number, if applicable)

4. January 20, 1995

(Date of incorporation)

5. Perpetual

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

6.

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

7. 2315 North First Street, San Jose, California 95131

(Principal office address)

2315 North First Street, San Jose, California 95131

(Current mailing address)

8. Software sales and customer support 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 NOT acceptable)

Name: CT Corporation

Office Address: 1200 South Pine Island Road

Plantation

(City)

Florida 33324

(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.

Carrie Buzyn

CONNIE SMITH, SPECIAL ASSISTANT SECRETARY

(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.

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12. Names and business addresses of officers and/or directors:

**A. DIRECTORS**

Chairman: Alfred S. Chuang  
Address: 2315 North First Street, San Jose, California 95131

Vice Chairman: Please see attached for remainder of list  
Address: \_\_\_\_\_

Director: \_\_\_\_\_  
Address: \_\_\_\_\_

Director: \_\_\_\_\_  
Address: \_\_\_\_\_

**B. OFFICERS**

President: Please see attached for remainder of list  
Address: 2315 North First Street, San Jose, California 95131

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. Mark P. Dentinger, Executive Vice President & Chief Financial Officer  
(Typed or printed name and capacity of person signing application)



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### Corporate Information

### Management and Board of Directors

#### Management

- |                   |  |
|-------------------|--|
| Alfred S. Chuang  | Founder, Chairman, Chief Executive Officer and President |
| Mark P. Dentinger | Executive Vice President and Chief Financial Officer     |
| William M. Klein  | Vice President, Business Planning and Development        |
| Wal M. Wong       | Executive Vice President, Products                       |
| Mark T. Carges    | Executive Vice President, Business Interaction Division  |
| David L. Gal      | Executive Vice President, World Wide Services            |
| Richard Geraffo   | Executive Vice President, Worldwide Sales                |
| Rosanne Saccone   | Senior Vice President, Worldwide Marketing               |
| Robert I. Levy    | Executive Vice President, Chief Technology Officer       |

#### Board of Directors

- |                  |  |
|------------------|--|
| Alfred S. Chuang | Founder, Chairman, Chief Executive Officer and President, BEA Systems, Inc.        |
| Robin A. Abrams  | Interim Chief Executive Officer, ZILOG, Inc.                                       |
| L. Dale Crandall | Former President and Chief Operations Officer, Kaiser Foundation Health Plan, Inc. |

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William H. Janeway	Vice Chairman, Warburg Pincus
Dean O. Morton	Former Vice President and Chief Operating Officer, Hewlett-Packard Company
Bruce A. Pasternack	President and Chief Executive Officer, Special Olympics, Inc.
George Reyes	Chief Financial Officer, Google, Inc
Kiran M. Patel	Chief Financial Officer, Intuit, Inc.
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# Delaware

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BEA SYSTEMS, 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 THIRTY-FIRST DAY OF AUGUST, A.D. 2007.

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

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



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070978482

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5970350

DATE: 08-31-07