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Florida Department of State
Division of Corporations
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To: Division of Corporations
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From: Account Name : C T CORPORATION SYSTEM
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2009 NOV 30 PM 2:20

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Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.

Email Address: lperkins@ntst.com

FOREIGN PROFIT/NONPROFIT CORPORATION
Netsmart Technologies, Inc.

Certificate of Status	0
Certified Copy	0
Page Count	05
Estimated Charge	\$70.00

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

09 NOV 30 AM 11:58

RECEIVED

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. Netmart Technologies, 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. 13-3680154
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 09/09/1992 5. Perpetual
(Date of incorporation) (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. 3500 Sunrise Highway, Suite D-122, Great River, NY 11739
(Principal office address)

same
(Current mailing address)

8.
(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

Anthony LiCausi
Vice President

By: Anthony LiCausi
(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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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: SEE ATTACHMENT

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: SEE ATTACHMENT

Address: _____

Vice President: _____

Address: _____

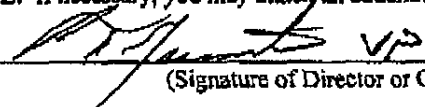
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

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

14. Anthony F. Grisanti, Vice President
(Typed or printed name and capacity of person signing application)

Netsmart Technologies, Inc.
List of Officers and Directors
Corporate ID - 13-3680154

James L. Conway
CEO and Director
Netsmart Technologies, Inc.
3500 Sunrise Highway
Great River, NY 11739

Anthony F. Grisanti
VP, CFO, Treasurer and Secretary
Netsmart Technologies, Inc.
3500 Sunrise Highway
Great River, NY 11739

Alan Tillinghast
Executive Vice President
Netsmart Technologies, Inc.
3500 Sunrise Highway
Great River, NY 11739

Kevin Scalia
Executive Vice President
Netsmart Technologies, Inc.
3500 Sunrise Highway
Great River, NY 11739

James Gargiulo
Executive Vice President
Netsmart Technologies, Inc.
3500 Sunrise Highway
Great River, NY 11739

Joseph McGovern
Executive Vice President
Netsmart Technologies, Inc.
3500 Sunrise Highway
Great River, NY 11739

Timothy Donovan
Vice President and General Counsel
Netsmart Technologies, Inc.
3500 Sunrise Highway
Great River, NY 11739

Robert Goodman
Director
Bessemer Venture Partners
1865 Palmer Avenue, Suite 104
Larchmont, NY 10538

Lawrence Handen
Director
Insight Venture Partners
680 Fifth Avenue, 8th Floor
New York, NY 10019

Joshua Lewis
Director
Salmon River Capital LLC
680 Fifth Ave, 8th Floor
New York, NY 10019

Peter Sobloff
Director
Insight Venture Partners
680 Fifth Avenue, 8th Floor
New York, NY 10019

Richard Wells
Director
Insight Venture Partners
680 Fifth Avenue, 8th Floor
New York, NY 10019

Delaware

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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "NETSMART 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 TWENTY-FIFTH DAY OF NOVEMBER, A.D. 2009.

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.

2309006 8300

091049463

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7663952

DATE: 11-25-09