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Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

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To: Division of Corporations
Fax Number : (850)617-6381

From: Account Name : C T CORPORATION SYSTEM
Account Number : FCA000000023
Phone : (850)222-1092
Fax Number : (850)878-5368

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

Email Address: _____

RECEIVED
10 DEC -1 PM 3:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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AND
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FOREIGN PROFIT/NONPROFIT CORPORATION
Dialogic Inc.

Certificate of Status	0
Certified Copy	0
Page Count	07
Estimated Charge	\$70.00

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Dialogic 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," or "Certificate of Good Standing" 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:

Eric Schlezinger

Name of Person

Dialogic Inc.

Firm/Company

926 Rock Avenue, Suite 20

Address

San Jose, CA 95131

City/State and Zip code

eric.schlezinger@dialogic.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Eric Schlezinger

at (408) 750 9400

Name of Person

Area Code & Daytime Telephone Number

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

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. Dialogic 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. 94-3409691
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 10/18/01 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 12/1/10
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 926 Rock Avenue, Suite 20, San Jose CA 95131
(Principal office address)

926 Rook Avenue, Suite 20, San Jose CA 95131
(Current mailing address)

8. Telecommunications
(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: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida 33324
(City) (Zip code)

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SECRETARY OF STATE
TALLAHASSEE FLORIDA
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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.

C T Corporation System
By: [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.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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

A. DIRECTORS

Chairman: Nick Jensen, Chairman of the Board and CEO

Address: 926 Rock Avenue, Suite 20, San Jose CA 95131

Vice Chairman: Doug Sabella - Director, President and COO

Address: 926 Rock Avenue, Suite 20, San Jose CA 95131

Director: Bob Corey

Address: 926 Rock Avenue, Suite 20, San Jose CA 95131

Director: Hazem Ben-Gucem

Address: 926 Rock Avenue, Suite 20, San Jose CA 95131

B. OFFICERS

President: Nick Jensen - Chairman of the Board and CEO

Address: 926 Rock Avenue, Suite 20, San Jose CA 95131

Vice President: Doug Sabella - Director, President and COO

Address: 926 Rock Avenue, Suite 20, San Jose CA 95131

Secretary: Eric Schlezinger - Executive Vice President, General Counsel and Corporate Secretary

Address: 926 Rock Avenue, Suite 20, San Jose CA 95131

Treasurer: Al Wood - Executive Vice President and CFO

Address: 926 Rock Avenue, Suite 20, San Jose CA 95131

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. Eric Schlezinger - Executive VP, General Counsel and Corporate Secretary

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

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LIST OF ADDITIONAL OFFICERS - DIALOGIC INC.
APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACT BUSINESS IN FLORIDA

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

5. **Kevin Cook - Executive Vice President Worldwide Field Operations**
926 Rock Avenue, Suite 20, San Jose CA 95131
6. **Anthony Housefather - Executive Vice President and Chief Administrative**
Officer - 926 Rock Avenue, Suite 20, San Jose CA 95131

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LIST OF ADDITIONAL DIRECTORS - DIALOGIC INC.

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

5. Alex Guira - 926 Rock Avenue, Suite 20, San Jose CA 95131
6. Dion Joannou - 926 Rock Avenue, Suite 20, San Jose CA 95131
7. W. Michael West - 926 Rock Avenue, Suite 20, San Jose CA 95131
8. Mikael Konnerup - 926 Rock Avenue, Suite 20, San Jose CA 95131
9. Rajneesh Vig - 926 Rock Avenue, Suite 20, San Jose CA 95131

Delaware

The First State

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "DIALOGIC 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-NINTH DAY OF NOVEMBER, A.D. 2010.

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.

3447129 8300

101128663

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8383409

DATE: 11-29-10