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Florida Department of State
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To: **0000638. 181032**
Division of Corporations
Fax Number : (850) 617-6381

From:
Account Name : CORPDIRECT AGENTS, INC.
Account Number : 110450000714
Phone : (850) 222-1173
Fax Number : (850) 224-1640

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

Email Address: _____

FOREIGN PROFIT/NONPROFIT CORPORATION
DEVELOPER AUCTION, INC.

Certificate of Status	0
Certified Copy	1
Page Count	06
Estimated Charge	\$78.75

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TALLAHASSEE FLORIDA

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J. Shivers FEB 15 2013

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COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Developer Auction, 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:

Jennie Crawford

Name of Person

c/o Cooley, LLP

Firm/Company

3175 Hanover Street

Address

Palo Alto, CA 94304

City/State and Zip code

jcrawford@cooley.com

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

For further information concerning this matter, please call:

Jennie Crawford at (650) 843-5256
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

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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. Developer Auction, 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. 46-0809871

(FEI number, if applicable)

4. August 16, 2012

(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. 290 Division Street, Suite 405, San Francisco, CA 94103

(Principal office address)

290 Division Street, Suite 405, San Francisco, CA 94103

(Current mailing address)

8. Software Development

(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: National Corporate Research, Ltd., Inc.

Office Address: 155 Office Plaza Drive

Tallahassee

(City)

Florida 32301

(Zip code)

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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 in 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.

National Corporate Research, Ltd., Inc.

Kathleen Ballard, Asst. Sec.

(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: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Matt Mickiewicz

Address: 290 Division Street, Suite 405, San Francisco, CA 94103

Director: Doug Feirstein

Address: 290 Division Street, Suite 405, San Francisco, CA 94103

B. OFFICERS

President: Matt Mickiewicz

Address: 290 Division Street, Suite 405

San Francisco, CA 94103

Vice President: _____

Address: _____

Secretary: Allan Grant

Address: 290 Division Street, Suite 405, San Francisco, CA 94103

Treasurer: Doug Feirstein

Address: 290 Division Street, Suite 405, San Francisco, CA 94103

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ALLAN GRANT
FLORIDA

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

13. M Mickiewicz

Signature of Director or Officer

The officer or director signing this document (and who is listed in number 12 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

14. Matt Mickiewicz, President & Chief Executive Officer

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

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DEVELOPER AUCTION, INC.

**Addendum to Application by Foreign Corporation
for
Authorization to Transact Business in Florida**

Continuation List of Directors:

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

Allan Grant	290 Division Street, Suite 405, San Francisco, CA 94103
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TALLAHASSEE FLORIDA

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Delaware

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "DEVELOPER AUCTION, 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 FEBRUARY, A.D. 2013.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "DEVELOPER AUCTION, INC." WAS INCORPORATED ON THE SIXTEENTH DAY OF AUGUST, A.D. 2012.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

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TALLAHASSEE, FLORIDA

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


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 0196109

DATE: 02-06-13

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