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Division of Corporations

No. 0039

Florida Department of State

Division of Corporations
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From: Account Name : INCORPORATING SERVICES FL
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**Enter the email address for this business entity to be used for annual report mailings. Enter only one email address please

Email Address: Theresa.McCarthy@spidercloud.com

FOREIGN PROFIT/NONPROFIT CORPORATION

SpiderCloud Wireless, Inc.

Certificate of Status	0
Certified Copy	0
Page Count	02
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December 4, 2015

FLORIDA DEPARTMENT OF STATE
Division of Corporations

INCORPORATING SERVICES FL

SUBJECT: SPIDERCLOUD WIRELESS, INC
REF: W1500007B412

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

A certificate of existence or a certificate of good standing, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

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) 245-6051.

Shelia H Young
Regulatory Specialist II

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TALLAHASSEE, FLORIDA

P.O BOX 6327 - Tallahassee, Florida 32314

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. SpiderCloud Wireless, 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. 20-5991114
 (State or country under the law of which it is incorporated) (FEI number, if applicable)

4. November 29, 2006 5. _____
 (Date of incorporation) (Date of duration, if other than perpetual)

6. December 1, 2015
 (Date first transacted business in Florida, if prior to registration)
 (SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 408 E. Plumeria Drive, San Jose, CA 95134
 (Principal office address)

(Current mailing address, if different)

8. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: Incorporating Services, Ltd.

Office Address: 1540 Glenway Drive
Tallahassee, Florida 32301
 (City) (Zip code)

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9. 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.

Justin Woods Justin Woods Asst. Secretary
 (Registered agent's signature)

10. 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.

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

A: DIRECTORS

Chairman: Michael Gallagher
 Address: 408 E. Plumeria Drive
San Jose, California 95134

Vice Chairman: _____
 Address: _____

Director: Bruce Sachs
 Address: 408 E. Plumeria Drive
San Jose, California 95134

Director: Carl Showalter
 Address: 408 E. Plumeria Drive
San Jose, California 95134

B. OFFICERS

President: Michael Gallagher
 Address: 408 E. Plumeria Drive
San Jose, California 95134

Vice President: Theresa McCarthy
 Address: 408 E. Plumeria Drive
San Jose, California 95134

Secretary: Theresa McCarthy
 Address: 408 E. Plumeria Drive, San Jose, California 95134

Treasurer: Thomas Scott
 Address: 408 E. Plumeria Drive, San Jose, California 95134

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

12. 
 Signature of Director or Officer

The officer or director signing this document (and who is listed in number 11 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.

13. Thomas A. Scott, CEO
 (Typed or printed name and capacity of person signing application)

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 TALLAHASSEE FLORIDA

Delaware

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SPIDERCLOUD WIRELESS, 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 THIRD DAY OF DECEMBER, A.D. 2015.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "SPIDERCLOUD WIRELESS, INC." WAS INCORPORATED ON THE TWENTY-NINTH DAY OF NOVEMBER, A.D. 2006.

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

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TALLAHASSEE, FLORIDA



Jeffrey W. Bullock
Jeffrey W. Bullock, Secretary of State

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

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Date: 12-03-15