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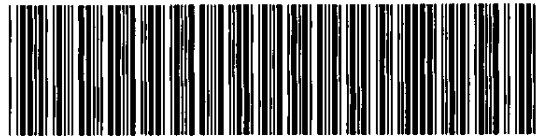
(Business Entity Name)

(Document Number)

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TALLAHASSEE, FLORIDA

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DATE: 6/1/16

NAME: TALLY TECHNOLOGIES, INC.

TYPE OF FILING: APPLICATION

COST: 70.00

RETURN: PLAIN COPY PLEASE

ACCOUNT: FCA000000015

AUTHORIZATION: ABBIE/PAUL HODGE



**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. Tally Technologies, Inc.
 (Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "In.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware 3. 47-3932324
 (State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 05/05/2015 5. n/a
 (Date of incorporation) (Date of duration, if other than perpetual)

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

7. 1161 Mission Street, Unit 536, San Francisco, CA 94103
 (Principal office address)

same as above
 (Current mailing address, if different)

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

Name: Capitol Corporate Services, Inc.

Office Address: 155 Office Plaza Drive, Suite A
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.

Capitol Corporate Services, Inc.

By: 
 (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

Series Seed Director: Aileen Lee

Address: 1161 Mission Street, Unit 536
San Francisco, CA 94103

Common Director: Jasper Platz

Address: 1161 Mission Street, Unit 536
San Francisco, CA 94103

Common Director: Jason Brown

Address: 1161 Mission Street, Unit 536
San Francisco, CA 94103

Series Seed Director: Sean Flynn

Address: 1161 Mission Street, Unit 536
San Francisco, CA 94103

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B. OFFICERS

President:	Jasper Platz	1161 Mission Street, Unit 536	San Francisco	CA	94103
Secretary:	Jasper Platz	1161 Mission Street, Unit 536	San Francisco	CA	94103
Treasurer:	Jasper Platz	1161 Mission Street, Unit 536	San Francisco	CA	94103
Chief Financial Officer:	Jasper Platz	1161 Mission Street, Unit 536	San Francisco	CA	94103
Chief Executive Officer:	Jason Brown	1161 Mission Street, Unit 536	San Francisco	CA	94103

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. Jason Brown, Chief Executive Officer
(Typed or printed name and capacity of person signing application)

Delaware

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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "TALLY 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 THIRD DAY OF MAY, A.D. 2016.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "TALLY TECHNOLOGIES, INC." WAS INCORPORATED ON THE FIFTH DAY OF MAY, A.D. 2015.

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



5732779 8300

SR# 20162776999

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

A handwritten signature in black ink, appearing to read "JBULLOCK", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed in a small font.

Authentication: 202251120

Date: 05-03-16