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

From: Account Name : INCORPORATING SERVICES FL
Account Number : I20050000052
Phone : (302) 531-0855
Fax Number : (850) 656-7953

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

Email Address: tsstarr@fenwick.com

FOREIGN PROFIT/NONPROFIT CORPORATION

Kareo, Inc.

Certificate of Status	0
Certified Copy	0
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12/23/13

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**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 Kareo, 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)

3 California

(State or country under the law of which it is incorporated)

5 20-0739220

(FEI number, if applicable)

4 02/17/2004

(Date of incorporation)

5 perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6

January 1, 2014

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

7 3353 Michelson Drive, Suite 400, Irvine, CA 92612

(Principal office address)

3353 Michelson Drive, Suite 400, Irvine, CA 92612

(Current mailing address)

8

Selling specialized software

(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:

Incorporating Services, Ltd.

Office Address:

1540 Glenway Drive

Tallahassee

(City)

Florida

32301

(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.

Burrey O. Porter, 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.

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TALLAHASSEE, FLORIDA

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

A. DIRECTORS

Chairman: Dan RodriguesAddress: 3353 Michelson Drive
Irvine, CA 92612

Vice Chairman: _____

Address: _____

Director: Adam MarcusAddress: 3353 Michelson Drive
Irvine, CA 92612Director: Bill ConroyAddress: 3353 Michelson Drive
Irvine, CA 92612

B. OFFICERS

President: Dan Rodrigues (Chief Executive Officer)Address: 3353 Michelson Drive
Irvine, CA 92612

Vice President: _____

Address: _____

Secretary: Dan Rodrigues (Chief Executive Officer)Address: 3353 Michelson Drive, Irvine, CA 92612Treasurer: Jason Gardner (CFO)Address: 3353 Michelson Drive, Irvine, CA 92612

See attached addendum A listing additional officers

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

13. _____

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 817.135, F.S.

14. Jason Gardner, Chief Financial Officer

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

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STATE OF FLORIDA
DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

**State of California
Secretary of State**

CERTIFICATE OF STATUS

ENTITY NAME:

KAREO, INC.

FILE NUMBER: C2624246
FORMATION DATE: 02/17/2004
TYPE: DOMESTIC CORPORATION
JURISDICTION: CALIFORNIA
STATUS: ACTIVE (GOOD STANDING)

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TALLAHASSEE, FLORIDA

I, DEBRA BOWEN, Secretary of State of the State of California,
hereby certify:

The records of this office indicate the entity is authorized to
exercise all of its powers, rights and privileges in the State of
California.

No information is available from this office regarding the financial
condition, business activities or practices of the entity.



IN WITNESS WHEREOF, I execute this certificate
and affix the Great Seal of the State of
California this day of December 17, 2013.

Debra Bowen

**DEBRA BOWEN
Secretary of State**