

F000000002032

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: emWare, 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", 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:

Jeanne Burgi 50000319555--7
-04/04/00-01083-004
*****87.50 *****87.50
(Name of Person)

Parsons Behle & Latimer
(Firm/Company)

201 South Main Street, Suite 1800
(Address)

Salt Lake City, Utah 84111
(City/State/Zip)

Should you need to call someone concerning this matter, please call:

Jeanne Burgi at (801) 536-6798
(Name of Person) (Area Code & Daytime Telephone Number)

00 APR - 4 11:10:07
SECRETARY OF STATE
DIVISION OF CORPORATIONS

STREET ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien 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. emWare, Inc.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Utah 3. 87-05593063
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. June 3, 1996 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. April 15, 2000
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 6322 South 3000 East, Suite 250
Salt Lake City, Utah 84121
(Current mailing address)

8. Software consulting, services and products
(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 or Mail Drop Box **NOT** acceptable)

Name: C T Corporation System

Office Address: 1200 South Pine Island Road
Plantation, Florida, 33324
(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.

C T Corporation System
Marcia J. Swisher
(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 addresses of officers and/or directors: (Street address **ONLY** - P.O. Box **NOT** acceptable)

00 APR -4 AM 10:07
SECRETARY OF STATE
DIVISION OF CORPORATIONS

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: Michael D. Nelson
9245 Par Court
Address: Park City, Utah 84060

Vice Chairman: Christopher S. Sontag
32 Lone Hollow
Address: Sandy, Utah 84093

Director: Frank Creer
241 S. Figueroa Street, #340
Address: Los Angeles, California 90012

Director: Scot Land
777 108th Avenue NE, #2300
Address: Bellevue, Washington 98004

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

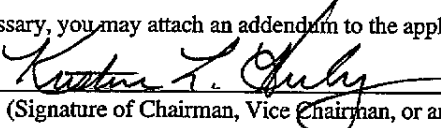
President:	<u>Michael D. Nelson</u>	<u>Corporate Controller</u>
	<u>9245 Par Court</u>	<u>Kristine L. Hurley</u>
Address:	<u>Park City, Utah 84060</u>	<u>1210 E. Harrison Avenue</u>
		<u>Salt Lake City, Utah 84121</u>

Vice President: Christopher S. Sontag
32 Lone Hollow
Address: Sandy, Utah 84093

Secretary: John T. Lemley
7020 S. Monica Cove
Address: Salt Lake City, Utah 84121

Treasurer: Peter G. Pletsch
3336 Cherokee Lane
Address: Provo, Utah 84604

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

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Kristine L. Hurley, Corporate Controller
(Typed or printed name and capacity of person signing application)



Utah Department of Commerce
Division of Corporations & Commercial Code
160 East 300 South, 2nd Floor, Box 146705
Salt Lake City, UT 84114-6705
Service Center: (801) 530-4849
Fax: (801) 530-6438
Web site: <http://www.commerce.state.ut.us>

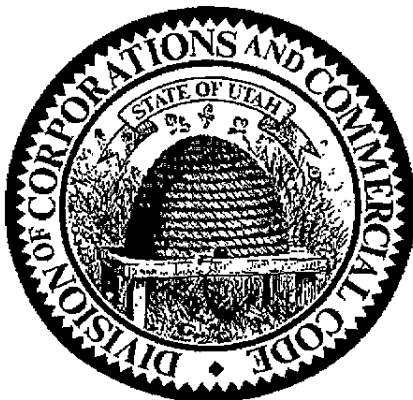
04/03/2000

19157804032000-10616

CERTIFICATE OF EXISTENCE

Registration Number: 191578
Business Name: EMWARE, INC.
Registered Date: 06031996
Foreign or Domestic: D
Current Status: Good Standing

The Division of Corporations and Commercial Code of the State of Utah, custodian of the records of business registrations, certifies that the business entity on this certificate is authorized to transact business and was duly registered under the laws of the State of Utah.



Lorena Riffo-Jenson
Division Director of
Corporations and Commercial Code

Dept. of Professional Licensing
(801)530-6628

Real Estate
(801)530-6747

Public Utilities
(801)530-6651

Securities
(801)530-6600

Consumer Protection
(801)530-6601