



THE UNITED STATES  
CORPORATION  
COMPANY

F000000004340

ACCOUNT NO. : 072100000032

REFERENCE : 780445 4312830

AUTHORIZATION :

*Patricia Pizito*

COST LIMIT : \$ 70.00

ORDER DATE : July 28, 2000

ORDER TIME : 10:51 AM

ORDER NO. : 780445-020

CUSTOMER NO: 4312830

600003342266--2

CUSTOMER: Ms. Kelly Hsu  
Fenwick & West LLP  
Two Palo Alto Square

Palo Alto, CA 94306

FOREIGN FILINGS

NAME: NIKU CORPORATION

*7*

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX        PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

RECEIVED  
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DIVISION OF CORPORATIONS  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA  
*3/28/1/00*

## TRANSMITTAL LETTER

To: Qualification/Tax Lien Section  
Division of Corporations

SUBJECT: NIKU Corporation  
(Name of corporation - must include suffix)

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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:

Kelly C. Hsu

(Name of Person)

Fenwick & West LLP

(Firm/Company)

Two Palo Alto Square

(Address)

Palo Alto, Ca 94306

(City/State/Zip)

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

Kelly C. Hsu

(Name of Person)

at ( 650 ) 858-7189

(Area Code & Daytime Telephone Number)

### 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.

09 AUG - 1 PM 3:13  
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DIVISION OF CORPORATIONS

1. **NIKU Corporation**

(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. **Delaware**

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

3. **77-0473454**

(FEI number, if applicable)

4. **January 08, 1998**

(Date of incorporation)

5. **Perpetual**

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

6. **Upon Qualification**

(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. **305 Main Street**

**Redwood City, CA 94063**

(Current mailing address)

8. **Delivering Global eBusiness Solutions For Professional Service Automation .**

(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: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee , 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.*

Corporation Service Company

By: Bessie Hall

(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)

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

Chairman: (See Attachment 1)

Address: \_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

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

President: (See Attachment 1)

Address: \_\_\_\_\_

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_

Secretary: \_\_\_\_\_

Address: \_\_\_\_\_

Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_

**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. \_\_\_\_\_

**John Danforth, Senior Vice President, General Counsel, and Secretary**

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

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SECRETARY OF CORPORATIONS  
FEDERAL BUREAU OF INVESTIGATION

**ATTACHMENT 1**

**OFFICERS/DIRECTORS RIDER**

**NIKU CORPORATION**

**List of Officers**

**Name:** Farzad Dibachi **Title:** CEO & Chairman of the Board  
**Bus. Addr.:** c/o Niku Corporation 305 Main Street, Redwood City, CA 94063  
**Home Addr.:** 305 Main Street, Redwood City, CA 94063

**Name:** Joshua Pickus **Title:** President, Vertical Markets  
**Bus. Addr.:** c/o Niku Corporation 305 Main Street, Redwood City, CA 94063  
**Home Addr.:** 305 Main Street, Redwood City, CA 94063

**Name:** Harold J. Slawik **Title:** Senior VP Corp. Dev.  
**Bus. Addr.:** c/o Niku Corporation 305 Main Street, Redwood City, CA 94063  
**Home Addr.:** 305 Main Street, Redwood City, CA 94063

**Name:** Kenneth Johnson **Title:** Senior VP of Sales  
**Bus. Addr.:** c/o Niku Corporation 305 Main Street, Redwood City, CA 94063  
**Home Addr.:** 305 Main Street, Redwood City, CA 94063

**Name:** Rhonda Dibachi **Title:** Senior VP of Dev.  
**Bus. Addr.:** c/o Niku Corporation 305 Main Street, Redwood City, CA 94063  
**Home Addr.:** 305 Main Street, Redwood City, CA 94063

**Name:** Mark Nelson **Title:** CFO  
**Bus. Addr.:** c/o Niku Corporation 305 Main Street, Redwood City, CA 94063  
**Home Addr.:** 305 Main Street, Redwood City, CA 94063

**Name:** John Danforth **Title:** Senior VP, General Counsel,  
Secretary  
**Bus. Addr.:** c/o Niku Corporation 305 Main Street, Redwood City, CA 94063  
**Home Addr.:** 305 Main Street, Redwood City, CA 94063

**Name:** Lydia Ronneberg **Title:** Chief Accounting Officer,  
Controller  
**Bus. Addr.:** c/o Niku Corporation 305 Main Street, Redwood City, CA 94063  
**Home Addr.:** 305 Main Street, Redwood City, CA 94063

**List of Directors**

**Name:** Farzad Dibachi  
**Bus. Addr.:** c/o Niku Corporation 305 Main Street, Redwood City, CA 94063  
**Home Addr.:** 305 Main Street, Redwood City, CA 94063

STAFF OF THE  
CITY OF SAN FRANCISCO  
00 AUG -1 PM 3:13

**Name:** Terence Garnett  
**Bus. Addr.:** c/o Garnett Capital, LLC 2655 Campus Drive, Suite 125, San Mateo, CA 94010  
**Home Addr.:** 2655 Campus Drive, Suite 125, San Mateo, CA 94010

**Name:** Maynard Webb  
**Bus. Addr.:** c/o eBay 2125 Hamilton Avenue, San Jose, CA 95125  
**Home Addr.:** 2125 Hamilton Avenue, San Jose, CA 95125

**Name:** Bill Raduchel  
**Bus. Addr.:** c/o AOL 22000 AOL Way, Dulles, VA 20166  
**Home Addr.:** 22000 AOL Way, Dulles, VA 20166

**Name:** John Chen  
**Bus. Addr.:** c/o Sybase 6475 Christie Avenue, 5<sup>th</sup> Floor, Emeryville, CA 94068  
**Home Addr.:** 6475 Christie Avenue, 5<sup>th</sup> Floor, Emeryville, CA 94068

**Name :** Frank C. Gill  
**Bus. Addr.:** 01740 SW Military Road, Portland, OR 97219  
**Home Addr.:** 01740 SW Military Road, Portland, OR 97219

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*State of Delaware*  
*Office of the Secretary of State*

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "NIKU CORPORATION" 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 THIRTEENTH DAY OF JULY, A.D. 2000.

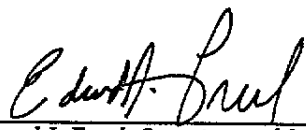
AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

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



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\_\_\_\_\_  
Edward J. Freel, Secretary of State

AUTHENTICATION: 0556885

DATE: 07-13-00