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C T CORPORATION SYSTEM

Requestor's Name
660 East Jefferson Street

Address
Tallahassee, FL 32301 (850)222-1092

City State Zip Phone

CORPORATION(S) NAME

900003376169--4
-08/29/00--01055--003
*****70.00 *****70.00

Telegis Networks, Incorporated

5017000046146

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- ☒ Profit
☐ NonProfit
☐ Limited Liability Company
☒ Foreign

☐ Amendment

☐ Merger

☐ Dissolution/Withdrawal

☐ Mark

- ☐ Limited Partnership
☐ Reinstatement
☐ Limited Liability Partnership
☐ Certified Copy

☐ Annual Report
☐ Reservation

☐ Other
☐ Change of R.A.
☐ Fictitious Name
☐ CUS

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LAURA EARNEST

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NYC 8/29

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**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. Telegis Networks, 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. Delaware 3. 94-3349579
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. January 20, 2000 5. perpetual
(Date of incorporation) (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. 101 Albright Way, Suite D
Los Gatos, CA 95030
(Current mailing address)

8. Telecommunications Development
(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

(Registered agent's signature)

NASEEM A. CONDE
SPECIAL ASST. SECRETARY

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: Edward Kozel

Address: c/o Open Range Ventures, LLC

555 Bryant, #363, Palo Alto, CA 94301

Vice Chairman: Michael Moritz

Address: c/o Sequoia Capital

3000 Sand Hill Road, Building 4, Suite 280, Menlo Park, CA 94025

Director: Randy Ditzler

Address: c/o Telegis Networks, Inc.

101 Albright Way, Suite D, Los Gatos, CA 95030

Director: Don Warkentin

Address: c/o Telegis Networks, Inc.

101 Albright Way, Suite D, Los Gatos, CA 95030

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

President: Don Warkentin

Address: c/o Telegis Networks, Inc.

101 Albright Way, Suite D, Los Gatos, CA 95030

Vice President: Randy Ditzler

Address: c/o Telegis Networks, Inc.

101 Albright Way, Suite D, Los Gatos, CA 95030

Secretary: Judith M. O'Brien

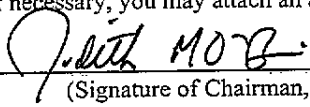
Address: c/o Wilson Sonsini Goodrich & Rosati

650 Page Mill Road, Palo Alto, CA 94304-1050

Treasurer: n/a

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. Judith M. O'Brien, Corporate Secretary

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

Addendum to Application by Foreign Corporation for Authorization to Transact Business
in Florida

A. Additional Directors

Michael Goguen
c/o Sequoia Capital
3000 Sand Hill Road, Building 4, Suite 280
Menlo Park, CA 94025

John Mayes
c/o Open Range Ventures, LLC
555 Bryant, #363
Palo Alto, CA 94301

R. David Spreng
c/o Crescendo Ventures
480 Cowper Street, Suite 300
Palo Alto, CA 94301

B. Additional Officers

Don Warkentin, Chief Executive Officer
c/o Telegis Networks, Inc.
101 Albright Way, Suite D
Los Gatos, CA 95030

Peter L. Kleis, Vice President, Acquisitions
c/o Telegis Networks, Inc.
101 Albright Way, Suite D
Los Gatos, CA 95030

Allan Leinwand, Chief Technology Officer
c/o Telegis Networks, Inc.
101 Albright Way, Suite D
Los Gatos, CA 95030

Mike Wharton, Senior Vice President of Organization, Development & Customer
Support
c/o Performance Technology Group
739 Roosevelt Road, Building 8, Suite 105
Glen Ellyn, IL 60137

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State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "TELEGIS NETWORKS, 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 TWENTY-THIRD DAY OF AUGUST, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

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Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION: 0634947

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DATE: 08-23-00