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FLORIDA FILING & SEARCH SERVICES, INC.
P.O. BOX 10662 TALLAHASSEE, FL 32302
PHONE: (850) 668-4318 FAX: (850) 668-3398

January 29, 2001

NAME: TRIVIUM SYSTEMS, INC.

TYPE OF FILING: CORPORATE (FOREIGN)

COST: \$70 CHECK ATTACHED

RETURN:

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 JAN 29 PM 1:16

FILED

1/29

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*****70.00 *****70.00

DEPUTY CLERK OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

01 JAN 29 AM 11:33

RECEIVED

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: TriVium Systems 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:

Sheri House

TriVium Systems, Inc. (Name of Person)

3305 NW Aloclek Drive Suite #200 (Firm/Company)

Hillsboro, Oregon 97124 (Address)

(City/State and Zip code)

For further information concerning this matter, please call:

Sheri House at 503 726-4345
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- | | | | |
|---|--|---|---|
| <input type="checkbox"/> \$70.00 Filing Fee | <input type="checkbox"/> \$78.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$78.75 Filing Fee &
Certified Copy | <input type="checkbox"/> \$87.50 Filing Fee,
Certificate of Status &
Certified Copy |
|---|--|---|---|

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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. TriVium Systems 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. Oregon 3. 93-1187380
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. October 18, 1995 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon qualification
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification."
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 3305 NW Alclek Drive Suite 200
(Principal office address)
Hillsboro, Oregon 97124
(Current mailing address)
8. Software Sales
(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: Florida Filing & Search Services, Inc.
Office Address: 1333 N. Duval Street
Tallahassee, Florida 32303
(City) (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.

P.D. Hodge, President
(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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12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Mathews Manaloor

Address: see corporate mailing address

Vice Chairman: Arun Maheshwari

Address: see Corporate mailing address

Director: Uday Bellary

Address: see corporate mailing address

Director: Johnny Svoren

Address: see corporate mailing address

B. OFFICERS

President: Mathews Manaloor

Address: see corporate mailing address

Vice President: - Engineering: Arun Maheshwari

Address: see corporate mailing address

~~Secretary~~ Vice President Client Services: Kent Lane

Address: see corporate mailing address

Treasurer:

Address:

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

13. Karyn Smith Director Finance & Corp Secty
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Karyn Smith - Director of Finance & Corporate Secretary
(Typed or printed name and capacity of person signing application)

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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: Trivium Systems, Inc.

2. The name and address of the registered agent and office is:

Florida Filing & Search Services Inc.

1333 N. Duval St

(NAME)

Tallahassee, Florida

(P.O. BOX NOT ACCEPTIBLE)

32303

(CITY/STATE/ZIP)

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SIGNATURE: 

(CORPORATE OFFICER)

TITLE: Dir of Finance / Corp Secty

DATE: 1/26/01

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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 RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE: 

DATE: Jan. 29, 2001

REGISTERED AGENT FILING FEE: \$35.00

CERTIFICATE

State of Oregon

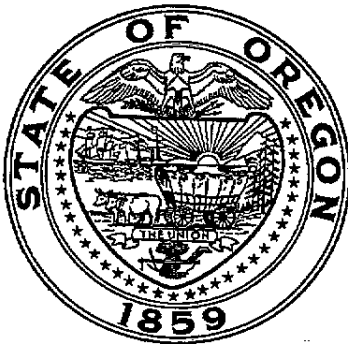
OFFICE OF THE SECRETARY OF STATE
Corporation Division

I, BILL BRADBURY, Secretary of State of Oregon, and Custodian of the Seal
of said State, do hereby certify:

TRIVIUM SYSTEMS INC.

was
incorporated
under the Oregon
Business Corporation Act
on
October 18, 1995
and is active on the records of the Corporation Division as
of the date of this certificate.

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TALLAHASSEE FLORIDA



In Testimony Whereof, I have hereunto set
my hand and affixed hereto the Seal of the
State of Oregon.

BILL BRADBURY, Secretary of State

By Debra L. Virag
Debra L. Virag
January 11, 2001