

CT CORPORATION SYSTEM

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CORPORATION(S) NAME

Shomiti Systems, Inc.

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-03/22/01-01003-015
***1158.75 ***1158.75

100003891691--1
-03/22/01-01003-016
*****70.00 *****70.00

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| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> Nonprofit | | |
| <input checked="" type="checkbox"/> Foreign | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark |
| | <input type="checkbox"/> Reinstatement | |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> LLC | <input type="checkbox"/> Name Registration | <input type="checkbox"/> Change of RA |
| | <input type="checkbox"/> Fictitious Name | <input type="checkbox"/> UCC |
| <input type="checkbox"/> Certified Copy | <input type="checkbox"/> Photocopies | <input checked="" type="checkbox"/> CUS |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Mail Out | | |

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
2001 MAR 21 PM 3:44
NO INTENDED
TO ACKNOWLEDGE
SUFFICIENCY OF FILING

FILED
01 MAR 21 PM 12:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Name _____
Availability _____
Document _____
Examiner _____
Updater _____
Verifier _____
W.P. Verifier _____

3/21/01

Order#: 3848046

Ref#:

Amount: \$

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

**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*

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. Shomiti 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. California 3. 770408125
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 07/13/1995 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. 06/01/2000
(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. 1800 Bering Drive, San Jose, CA 95112
(Principal office address)

same

(Current mailing address)

Networking management systems

8. _____
(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
(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.

By: C T Corporation System CONNIE BRYAN
Connie Bryan SPECIAL ASSISTANT SECRETARY
(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 business addresses of officers and/or directors:

A. DIRECTORS

Chairman: See attached

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See attached

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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TALLAHASSEE, FLORIDA

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

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

14. William Shaw, President
(Typed or printed name and capacity of person signing application)

SHOMITI SYSTEMS, INC.

LIST OF DIRECTORS AND OFFICERS

Name and Address

Directors:

William Shaw
c/o Shomiti Networks, Inc.
1800 Bering Drive
San Jose, CA 95112

Office:

Director

Jennifer Gill-Roberts
c/o Sevin Rosen Funds
550 Lytton Avenue, Suite 200
Palo Alto, CA 94301

Director

Douglas Leone
c/o Sequoia Capital
3000 Sand Hill Rd.
Suite 280, Building 4
Menlo Park, CA 94025

Director

Som Sikdar
c/o Shomiti Networks, Inc.
1800 Bering Drive
San Jose, CA 95112

Director

John Wakerly
c/o Cisco Systems
170 West Tasman Drive
San Jose, CA 95134

Director

Officers:

William Shaw
c/o Shomiti Networks, Inc.
1800 Bering Drive
San Jose, CA 95112

President & Chief Executive Officer

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TALLAHASSEE, FLORIDA

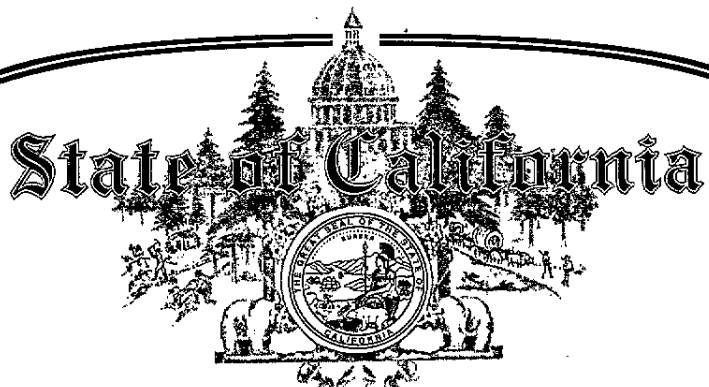
Ed Lamb
c/o Shomiti Networks, Inc.
1800 Bering Drive
San Jose, CA 95112

Chief Financial Officer

Alisande M. Rozynko
c/o Wilson Sonsini Goodrich & Rosati
650 Page Mill Rd.
Palo Alto, CA 94301

Secretary

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TALLAHASSEE, FLORIDA



**SECRETARY OF STATE
CERTIFICATE OF STATUS
DOMESTIC CORPORATION**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, **BILL JONES**, Secretary of State of the State of California, hereby certify:

That on the **13TH** day of **JULY, 1995**, **SHOMITI SYSTEMS, INC.** became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of March 20, 2001.



Bill Jones
BILL JONES
Secretary of State