



THE UNITED STATES  
CORPORATION  
COMPANY

# FOI 000002346

ACCOUNT NO. : 072100000032

REFERENCE : 134551 5022197

AUTHORIZATION

*Patricia Pigute*

COST LIMIT : \$ 78.75

FILED  
01 MAY -1 PM 5:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ORDER DATE : May 1, 2001

ORDER TIME : 3:26 PM

ORDER NO. : 134551-015

CUSTOMER NO: 5022197

CUSTOMER: Ms. Susan Reese  
Kilpatrick Stockton, LLP.  
3500 One First Union Center  
301 South College Street  
Charlotte, NC 28202-6001

000004104760--6

FOREIGN FILINGS

NAME: YOUCENTRIC, INC.

★ ★ FILE 2nd ★ ★

(6)

XXXX QUALIFICATION (TYPE: CO)

FILED  
01 MAY -1 PM 5:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY  
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Darlene Ward -- EXT# 1135

EXAMINER: \_\_\_\_\_

*15*

RECEIVED  
01 MAY -1 PM 4:02  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

## TRANSMITTAL LETTER

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** YOUcentric, 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:

Susan N. Reese  
(Name of Person)  
Kilpatrick Stockton LLP  
(Firm/Company)  
3500 One First Union Center, 301 S. College Street  
(Address)  
Charlotte, NC 28202-6001  
(City/State and Zip code)

For further information concerning this matter, please call:

Susan Reese at ( 704 ) 338-5214  
(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:

- ☐ \$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

FILED  
01 MAY 71 PM 5:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED  
01 MAY 71 PM 5:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**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. YOUcentric, 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. 56-1879797  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 4/9/01 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. 5/28/2000 as YOUcentric, Inc. a North Carolina corporation\*  
(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. 14045 Ballantyne Corporate Place, Suite 101, Charlotte, NC 28277  
(Principal office address)
- Same as above  
(Current mailing address)

8. Computer 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: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida 32301  
(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.*

Corporation Service Company

BRIAN COURTNEY, ASST. V.P.  
(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.

\*YOUcentric, Inc., a Delaware corporation is successor by merger to YOUcentric, Inc., a North Carolina corporation

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: See attached officers/directors rider

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

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

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

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

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

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

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

B. OFFICERS

President: See attached officers/directors rider

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. J. Mount Swain 4/30/01  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. J. Mount Swain, Chief Financial Officer  
(Typed or printed name and capacity of person signing application)

FILED  
01 MAY 1 11 PM 5:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED  
01 MAY 1 11 PM 5:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

YOUCENTRIC, INC.  
LIST OF OFFICERS AND DIRECTORS

Name:	Title:	Address:
Donald A. DeLoach	Director, President & Chief Executive Officer	14045 Ballantyne Corporate Place Suite 101 Charlotte, NC 28277
J. Blount Swain	Chief Financial Officer	14045 Ballantyne Corporate Place Suite 101 Charlotte, NC 28277
Robert E. Kear	Director, Secretary & Exec Vice President	14045 Ballantyne Corporate Place Suite 101 Charlotte, NC 28277
Thomas Fedell	Director	14045 Ballantyne Corporate Place Suite 101 Charlotte, NC 28277
Karl Johnson	Director	14045 Ballantyne Corporate Place Suite 101 Charlotte, NC 28277
C. Toms Newby, III	Director	1349 Sanchez Avenue Burlingame, CA 94010
David J. Scanlan	Director	One First Union Center TW-5 301 South College Street 5th Floor Charlotte, NC 28288
Timothy K. Armour	Director	c/o YOUcentric, Inc. 14045 Ballantyne Corporate Place Suite 101 Charlotte, NC 28277

FILED  
MAY 1 1991  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED  
MAY 1 1991  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

---

PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "YOUCENTRIC, 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 NINETEENTH DAY OF APRIL, A.D. 2001. - - - - -

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

FILED  
01 MAY 1 PM 5:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED  
01 MAY - 1 PM 5:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

3378883 8300

AUTHENTICATION: 1089575

010189977

DATE: 04-19-01