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BEN E. KASLOW
1907-1993

March 7, 2002

MJH

3/12 FOR CORP

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-03/12/02--01026--001
*****70.00 *****70.00

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

Re: CSG Software, Inc.

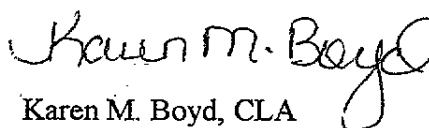
Dear Sir or Madam:

I am enclosing herewith, in duplicate, an Application by Foreign Corporation for Authorization to Transact Business in Florida for CSG Software, Inc., together with a Certificate of Good Standing from Delaware and a check in the amount of \$70.00 representing filing fees associated with same.

Please file the application with the records of the Division of Corporations, and return any pertinent documentation to the undersigned for the corporation's records.

Thank you for your assistance in this matter. Should you have any questions, please do not hesitate to contact me.

Very truly yours,



Karen M. Boyd, CLA
Corporate Paralegal
For the Firm

/kmb
Enclosures

KMB/261516.1

FILED
02 MAR 12 AM 9:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Joseph T. Ruble

Address: 7887 East Belleview Avenue, Suite 1000

Englewood, CO 80111

Director: Peter Kalan

Address: 7887 East Belleview Avenue, Suite 1000

Englewood, CO 80111

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

President: Joseph T. Ruble

Address: 7887 East Belleview Avenue, Suite 1000

Englewood, CO 80111

Vice President: Peter Kalan

Address: 7887 East Belleview Avenue, Suite 1000

Englewood, CO 80111

Secretary: Joseph T. Ruble

Address: 7887 East Belleview Avenue, Suite 1000

Englewood, CO 80111

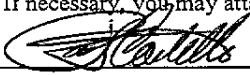
Treasurer: Peter Kalan

Address: 7887 East Belleview Avenue, Suite 1000

Englewood, CO 80111

****See Attached Addendum for Additional Officers****

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. Patrick Costello, Assistant Secretary

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

**ADDENDUM TO APPLICATION BY FOREIGN CORPORATION
FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

ADDITIONAL OFFICERS

Assistant Secretary:

Patrick Costello
2525 North 117th Avenue
Omaha, NE 68164

Assistant Secretary:

Randy Wiese
2525 North 117th Avenue
Omaha, NE 68164

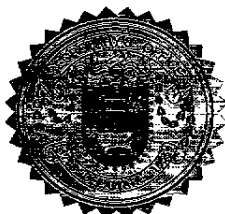
Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CSG SOFTWARE, 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-FIRST DAY OF FEBRUARY, A.D. 2002.

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



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3484717 8300

AUTHENTICATION: 1624765

020114744

DATE: 02-21-02