FREDERICK S. CASSMAN HOWARD J. KASLOW FRANK F. POSPISHIL RONALD K. PARSONAGE John W. Herdzina HARVEY B. COOPER RANDALL C. HANSON R. CRAIG FRY TIMOTHY M. KENNY TERRENCE P. MAHER ERICH. LINDQUIST SANDRA L. MAASS THOMAS J. MALICKI

AARON D. WEINER

ABRAHAMS KASLOW & CASSMAN LLP

8712 WEST DODGE ROAD, SUITE 300 Omaha, Nebraska 68114-3419 TELEPHONE 402-392-1250 FACSIMILE 402-392-0816

March 7, 2002

MARLON M. LOFGREN James M. Pfeffer JEFFREY J. BLUMEL SARA A. JUSTER ERIN E. McCandless Kim M. Argo MARK A. WILLIAMS TYLER P. McLeod JOSEPH T. BRECKENRIDGE JENNIFER J. LONG MILTON R. ABRAHAMS 1905-2000 BEN E. KASLOW 1907-1993

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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

Kourn M. Bo

For the Firm

/kmb Enclosures

KMB/261516.1

## 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.	CSG Software	, Inc.				
	words or abbre	oration; must include the word "INC viations of like import in language a or partnership if not so contained in	s will clearly indi	cate that it is a corporation instead		
	Delaware	y under the law of which it is incorp	3.	30-0010807 (FEI number, if applica	,hia)	
	`		•	(FEI number, it applies	iole)	
4.	January 25, 20 (Da	te of incorporation)	<ol> <li>Perpetual (Dúration</li> </ol>	: Year corp. will cease to exist or	"perpetual")	
6.	Upon Qualific	ation				
	(Date firs	t transacted business in Florida.) (SI	EE SECTIONS 6	07.1501, 607.1502 and 817.155, F	`.S.)	
7.	2525 North 11	7th Avenue, Omaha, Nebraska 6816	4			
		(Current m	ailing add ress)			
R	To develop and	I sell computer software and provide	e consulting servi	ces, as well as all other legal activ	ities.	
٥.		(s) of corporation authorized in hom				
9.	Name and st	reet address of Florida register	ed agent: (P.C	). Box or Mail Drop Box <u>NOT</u>	acceptable)	
	Name:	C T Corporation System		_	TALL	20
Ot	ffice Address:	1200 South Pine Island Road			AH.	MAR 12
		DI			ARY	2
		Plantation		_ , Florida, <u>33324</u> (Zip code)	£.0	2 A
10	. Registered	agent's acceptance:				9: 25
thi wii	is application, I th the provision	ed as registered agent and to accept hereby accept the appointment as r s of all statutes relative to the property position as registered agent.  The corporation system (Register)	egistered agent d	and agree to act in this capacity. Derformance of my duties, and I a Christine M. Ea Assistant Sec	I further agree to com m familiar with and d Is <b>iwin</b> O	ıply

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) FL019-9/2/99 CTSystem Online

A. DIRE	CTORS (Street address only - P.O. Box NOT acceptable)
Chairman	
Address:	
	·
Vice Cha	irman:
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. OFF	ICERS (Street address only - P.O. Box NOT acceptable)
President	: Joseph T. Ruble
Address:	7887 East Belleview Avenue, Suite 1000
	Englewood, CO 80111
Vice Pres	ident: 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	(SCALURS
<b>n</b> '	(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)
14. <u>Patri</u>	ck 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 117<sup>th</sup> Avenue

Omaha, NE 68164

Assistant Secretary:

Randy Wiese

2525 North 117th Avenue

Omaha, NE 68164

PAGE 1

# Delaware

### 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.



Warriet Smith Windson Harriet Smith Windson, Secretary of State

AUTHENTICATION: 1624765

DATE: 02-21-02

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