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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032
REFERENCE : 496899 - 4812402
AUTHORIZATION : *Patricia Pigute*
COST LIMIT : \$ 70.00

ORDER DATE : March 26, 2002
ORDER TIME : 9:32 AM
ORDER NO. : 496899-015
CUSTOMER NO: 4812402

CUSTOMER: Carol Braunschweig, Legal Asst
Calfee, Halter & Griswold LLP
800 Superior Avenue
Suite 1400
Cleveland, OH 44114-2688

100005176341- 4

FOREIGN FILINGS

NAME: HYLAND SOFTWARE, INC.

XXXX QUALIFICATION (TYPE: CO)

5

BK

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: *Sara Lea* EXT# 1114

EXAMINER: _____

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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.

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1. Hyland Software, 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. the State of Ohio
(State or country under the law of which it is incorporated)
3. 34-1699247
(FEI number, if applicable)
4. December 11, 1991
(Date of incorporation)
5. Perpetual
(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. 28500 Clemens Road, Westlake, OH 44145
(Principal office address)
28500 Clemens Road, Westlake, OH 44145
(Current mailing address)
8. software development
(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.

Brian Courtney
Asst. V. Pres.

(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 list of Directors and officers

Address:

Vice Chairman:

Address:

Director:

Address:

Director:

Address:

B. OFFICERS

President: See attached list of Directors and officers

Address:

Vice President:

Address:

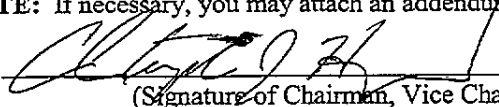
Secretary:

Address:

Treasurer:

Address:

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

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

14. Christopher J. Hyland, Executive Vice President, Secretary and Treasurer

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

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LIST OF OFFICERS AND DIRECTORS OF
HYLAND SOFTWARE, INC.

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A. DIRECTORS

<u>Name</u>	<u>Address</u>
J. Patrick Hyland, Chairman	1530 Melrose Circle, Westlake, OH 44145
A. J. Hyland	1245 Adelaide, Westlake, OH 44145
Christopher J. Hyland	28500 Clemens Road, Westlake, OH 44145
Miguel Zubizaretta	28500 Clemens Road, Westlake, OH 44145
Ajit Habbu	555 Northpoint Center East, Suite 150, Alpharetta, GA 30022

B. OFFICERS

<u>Name</u>	<u>Title(s)</u>	<u>Address</u>
J. Patrick Hyland	Chairman of the Board	1530 Melrose Circle Westlake, OH 44145
A. J. Hyland	President	1245 Adelaide Westlake, OH 44145
Christopher J. Hyland	Executive Vice President, Secretary and Treasurer	28500 Clemens Road Westlake, OH 44145
Miguel Zubizaretta	Executive Vice President	28500 Clemens Road Westlake, OH 44145

**United States of America
State of Ohio
Office of the Secretary of State**

*I, J. Kenneth Blackwell, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign corporations; that said records show **HYLAND SOFTWARE, INC.**, an Ohio corporation, Charter No. 808851, having its principal location in Fairview Park, County of Cuyahoga, was incorporated on December 11, 1991 and is currently in **GOOD STANDING** upon the records of this office.*



*Witness my hand and the seal of the
Secretary of State at Columbus, Ohio
this 26th day of March, A.D. 2002*

J. Kenneth Blackwell

Ohio Secretary of State

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Validation Number: V200285M85822