

CT CORPORATION

CORPORATION(S) NAME

Peregrine Systems, Inc.

FILED  
02 MAY 30 PM 2:30  
TALLAHASSEE, FLORIDA

<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  
02 MAY 30 AM 11:11  
DIVISION OF CORPORATION

Name \_\_\_\_\_  
Availability \_\_\_\_\_  
Document \_\_\_\_\_  
Examiner \_\_\_\_\_  
Updater \_\_\_\_\_  
Verifier \_\_\_\_\_  
W.P. Verifier \_\_\_\_\_

5/30/02

Order#: 4947183

kf

Ref#:

600005651256--3

-05/30/02--01030--010

\*\*\*\*\*78.75 \*\*\*\*\*78.75

Amount: \$

BK

600005651256--3

-05/30/02--01030--011

\*\*\*4600.00 \*\*\*4600.00

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.

1. Peregrine 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 natural person or partnership if not so contained in the name at present.)

2. Delaware 3. 95-3773312  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 02-28-94 5. perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 1998  
(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. 3611 Valley Centre Drive, San Diego, CA 92130  
(Principal office address)

Same  
(Current mailing address)

8. Sales & Service of Computer Software  
(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)

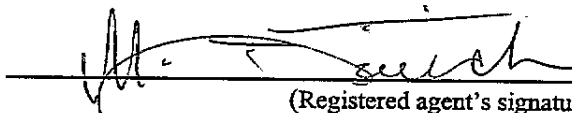
Name: CT Corporation System

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.*

  
(Registered agent's signature)

M.T. FITZPATRICK  
ASSISTANT SECRETARY

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.

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

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

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

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

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

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

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

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FLORIDA  
SECRETARY OF STATE

**B. OFFICERS**

President: See attached list.

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

14. Eric D. Deller, Vice President & General Counsel  
(Typed or printed name and capacity of person signing application)

**Peregrine Systems, Inc.**  
**List of Directors and Officers**

As of 11-13-01

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**Directors:**

<u>Name</u>	<u>Mailing Address</u>
Stephen P. Gardner, Chairman	3611 Valley Centre Drive, San Diego, CA 92130
John J. Moores	12680 High Bluff Drive, San Diego, CA 92130
Charles E. Noell, III	12680 High Bluff Drive, San Diego, CA 92130
William D. Savoy	505 Fifth Avenue South, Suite 900, Seattle, WA 98104
Thomas G. Watrous, Sr.	7337 E. Laredo Lane, Scottsdale, AZ 85250
William B. Richardson	1609 Suters Lane, NW, Washington, D.C. 20007
Christopher A. Cole	16 Clearview, Newport Coast, CA 92657
Barry M. Ariko	One Davis Drive, Belmont, CA 94002
Matthew C. Gless	3611 Valley Centre Drive, San Diego, CA 92130
Rodney F. Dammeyer	676 N. Michigan Avenue, #2800, Chicago, IL 60611
Lawrence L. Garlick	1505 Salado Drive, Mountain View, CA 94043

**Officers:**

<u>Name</u>	<u>Mailing Address</u>
Stephen P. Gardner, CEO	3611 Valley Centre Drive, San Diego, CA 92130
Matthew C. Gless, CFO	3611 Valley Centre Drive, San Diego, CA 92130
Richard T. Nelson, Secretary	3611 Valley Centre Drive, San Diego, CA 92130
Eric P. Deller, VP, General Counsel & Assistant Secretary	3611 Valley Centre Drive, San Diego, CA 92130

State of Delaware  
Office of the Secretary of State

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I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PEREGRINE SYSTEMS, INC." IS DOLY 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-NINTH DAY OF NOVEMBER, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



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

2376250 8300

AUTHENTICATION: 1469752

010604152

DATE: 11-29-01