

# F02000005656

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(Requestor's Name)

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(Address)

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(City/State/Zip/Phone #)

☐ PICK-UP    ☐ WAIT    ☐ MAIL

\_\_\_\_\_  
(Business Entity Name)

\_\_\_\_\_  
(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

J. BRYAN NOV 13 2002

## TRANSMITTAL LETTER

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** Motive Communications, 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:

Cindy Lindsey

(Name of Person)

Motive Communications, Inc.

(Firm/Company)

12515 Research Blvd., Bldg. 5

(Address)

Austin, TX 78759

(City/State and Zip code)

For further information concerning this matter, please call:

Cindy Lindsey

(Name of Person)

at ( 512 ) 531-2523

(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:

- |  |  |   |   |
|--|--|---|---|
| <input checked="" type="checkbox"/> \$70.00 Filing Fee | <input type="checkbox"/> \$78.75 Filing Fee &<br>Certificate of Status | <input type="checkbox"/> \$78.75 Filing Fee &<br>Certified Copy | <input type="checkbox"/> \$87.50 Filing Fee,<br>Certificate of Status &<br>Certified Copy |
|--|--|---|---|

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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.*

1. Motive Communications, 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

(State or country under the law of which it is incorporated)

3. 74-2834515

(FEI number, if applicable)

4. April 25, 1997

(Date of incorporation)

5. perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. September 2002

(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. 12515 Research Blvd., Bldg. 5, Austin, TX 78759

(Principal office address)

12515 Research Blvd., Bldg. 5, Austin, TX 78759

(Current mailing address)

8. Customized software sales and consulting

(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

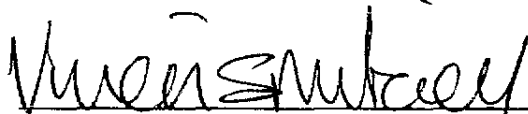
(City)

, Florida 32301

(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)

Vivien Mitchell, Asst. Vice President

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.

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

**A. DIRECTORS**

Chairman: See attached

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

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

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

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

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

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

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

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**B. OFFICERS**

President: See attached

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

14. Linda G. Hamann, Vice President & Treasurer  
(Typed or printed name and capacity of person signing application)

Name of Director	Title	Address
Scott L. Harmon	CEO & President, Chairman	12515 Research Blvd., Bldg. 5, Austin, TX 78759
Eric L. Jones	Board Director	12515 Research Blvd., Bldg. 5, Austin, TX 78759
Michael J. Maples, Sr.	Board Director	12515 Research Blvd., Bldg. 5, Austin, TX 78759
John D. Thornton	Board Director	12515 Research Blvd., Bldg. 5, Austin, TX 78759
Ross Garber	Board Director	12515 Research Blvd., Bldg. 5, Austin, TX 78759
David Sikora	Board Director	12515 Research Blvd., Bldg. 5, Austin, TX 78759

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Name of Officer	Title	Address
Scott L. Harmon	CEO & President	12515 Research Blvd., Bldg. 5, Austin, TX 78759
R. Logan Wray	COO	12515 Research Blvd., Bldg. 5, Austin, TX 78759
Linda G. Hamann	VP Mergers & Acquisitions	12515 Research Blvd., Bldg. 5, Austin, TX 78759
Patrick D. Motola	Corporate Secretary & Treasurer VP & GM, Employee Support Division	12515 Research Blvd., Bldg. 5, Austin, TX 78759
Michael J. Maples, Jr.	Chief Strategist	12515 Research Blvd., Bldg. 5, Austin, TX 78759
Douglas F. McNary	VP Corporate Development	12515 Research Blvd., Bldg. 5, Austin, TX 78759
Anna E. Clepper	VP Marketing	12515 Research Blvd., Bldg. 5, Austin, TX 78759
Gregory W. Kattawar	VP Product Development	12515 Research Blvd., Bldg. 5, Austin, TX 78759
Scott R. Abel	VP Solution Services	12515 Research Blvd., Bldg. 5, Austin, TX 78759
Paul M. Baker	CFO	12515 Research Blvd., Bldg. 5, Austin, TX 78759
Antonio J. De Sousa	VP North American Sales	12515 Research Blvd., Bldg. 5, Austin, TX 78759

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# Delaware

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## *The First State*

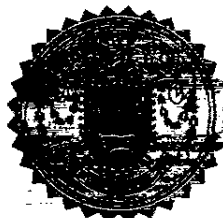
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MOTIVE COMMUNICATIONS, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-NINTH DAY OF OCTOBER, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "MOTIVE COMMUNICATIONS, INC." WAS INCORPORATED ON THE TWENTY-FIFTH DAY OF APRIL, A.D. 1997.

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

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

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*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 2058316

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DATE: 10-29-02