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FOREIGN PROFIT QUALIFICATION

Liquidmetal Technologies, Inc.

Certificate of Status	0
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OK

LIQUIDMETAL TECHNOLOGIES
a California corporation
100 North Tampa Street
Suite 3150
Tampa, Florida 33602

May 20, 2003

TO: Secretary of State of Florida

RE: Consent to Use of Name

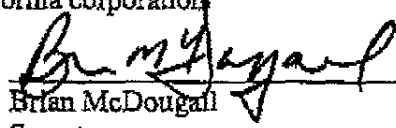
Dear Sir or Madam:

Please be advised that the undersigned, Liquidmetal Technologies, a corporation organized and existing under the laws of the State of California, hereby consents to the qualification of Liquidmetal Technologies, Inc., a Delaware corporation, and to the use of the name "Liquidmetal Technologies (Delaware), Inc." by that corporation, in your jurisdiction.

Very truly yours,

LIQUIDMETAL TECHNOLOGIES
a California corporation

By:


Brian McDougall
Secretary

**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. LIQUIDMETAL TECHNOLOGIES, 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 3. Applied For
(State or country under the law of which it is incorporated) (FBI number, if applicable)
4. May 15, 2003 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon Approval of This Application
(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. 100 North Tampa Street, Suite 3150
(Principal office address)
Tampa, FL 33602
(Current mailing address)
8. All lawful corporate purposes
(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: F&L CORP.
Office Address: 200 Laura Street
Jacksonville, Florida 32202
(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.
F&L CORP.
By: David L. [Signature], Vice President
(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: James KangAddress: 100 North Tampa Street, Suite 3150Tampa, FL 33602

Vice Chairman: _____

Address: _____

Director: John KangAddress: 100 North Tampa Street, Suite 3150Tampa, FL 33602Director: Henri TchenAddress: 100 North Tampa Street, Suite 3150Tampa, FL 33602**B. OFFICERS**President: John KangAddress: 100 North Tampa Street, Suite 3150Tampa, FL 33602Vice President: Scott WigginsAddress: 100 North Tampa Street, Suite 3150Tampa, FL 33602Secretary: Brian McDougallAddress: 100 North Tampa Street, Suite 3150, Tampa, FL 33602Treasurer: Brian McDougallAddress: 100 North Tampa Street, Suite 3150, Tampa, FL 33602**NOTE:** If necessary, you may attach an addendum to the application listing additional officers and/or directors.13. Brian McDougall

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

14. Brian McDougall, Chief Financial Officer, Secretary and Executive Vice President

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

OFFICERS AND DIRECTORS	NAME	BUSINESS ADDRESS
Director and President and Chief Executive Officer	John Kang	100 N. Tampa St., Suite 3150 Tampa, FL 33602
Director and Chairman of the Board	James Kang	100 N. Tampa St., Suite 3150 Tampa, FL 33602
Chief Technology Officer	Neal Paton, Ph.D.	100 N. Tampa St., Suite 3150 Tampa, FL 33602
Chief Strategy Officer, Executive Vice President	Scott Wiggins	100 N. Tampa St., Suite 3150 Tampa, FL 33602
Corporate Senior Vice President, Human Resources	David Binnie	100 N. Tampa St., Suite 3150 Tampa, FL 33602
Chief Financial Officer, Secretary, and Executive Vice President	Brian McDougall	100 N. Tampa St., Suite 3150 Tampa, FL 33602
Director	Henri Tchen	100 N. Tampa St., Suite 3150 Tampa, FL 33602
Director	Tjoa Thian Song	100 N. Tampa St., Suite 3150 Tampa, FL 33602
Director	Jeffrey Oster	100 N. Tampa St., Suite 3150 Tampa, FL 33602
Director	David Browne	100 N. Tampa St., Suite 3150 Tampa, FL 33602
Director	William Johnson	100 N. Tampa St., Suite 3150 Tampa, FL 33602

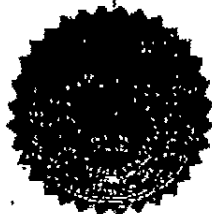
Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "LIQUIDMETAL TECHNOLOGIES, 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 TWENTIETH DAY OF MAY, A.D. 2003.

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



3659021 5300

030328369

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2427386

DATE: 05-20-03

TOTAL P.06