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Bluearc Corporation

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DIVISION OF CORPORATION

DB
1-30-04

**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. BlueArc Corporation
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)
2. DE 3. 77-0526724
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. Oct 1999 5. Perpetual
(Date of incorporation) (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. 225 Baypointe Pkwy San Jose, CA 95134
(Principal office address)

same
(Current mailing address)
8. For Profit
(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: NationsCorp Registered Agents, Inc.
Office Address: 526 E. Park Ave.
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.

ALison Kind, ASST Sec
INCE (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

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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. [Signature]
(Signature of Director or Officer listed in number 12 of the application)

14. Giuseppe M. Rattazzi, Pres. and CEO
(Typed or printed name and capacity of person signing application)

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AND
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BlueArc Corp.

List of Directors and Officers

<u>Directors</u>	<u>Position</u>	<u>Address</u>
Gianluca U. Rattazzi	Chairman	225 Baypointe Pkwy, San Jose, CA 95134
Federico Faggin	Director	225 Baypointe Pkwy, San Jose, CA 95134
Andrew Waitman	Director	225 Baypointe Pkwy, San Jose, CA 95134
Paul Vais	Director	225 Baypointe Pkwy, San Jose, CA 95134
James McElwee	Director	225 Baypointe Pkwy, San Jose, CA 95134
Peter Johnson	Director	225 Baypointe Pkwy, San Jose, CA 95134
Paul Madera	Director	225 Baypointe Pkwy, San Jose, CA 95134
Mike Danaher	Secretary	650 Page Mill Road, Palo Alto, CA 94306

<u>Officers</u>		
Gianluca U. Rattazzi	CEO & President	225 Baypointe Pkwy, San Jose, CA 95134
Geoff Barrall	Exec. VP and CTO	225 Baypointe Pkwy, San Jose, CA 95134
Erik E. Miller	Sr. VP, Finance & CFO	225 Baypointe Pkwy, San Jose, CA 95134
Shmuel Shottan	Sr. VP, Product Development	225 Baypointe Pkwy, San Jose, CA 95134
Douglas Richards	Sr. VP, HR and Admin.	225 Baypointe Pkwy, San Jose, CA 95134
Robin Richards	Sr VP, Operations	225 Baypointe Pkwy, San Jose, CA 95134

APPROVED
AND
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SECRETARY
TALLAHASSEE, FL

Delaware

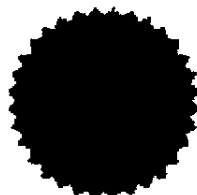
PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BLUEARC CORPORATION" 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-SEVENTH DAY OF JANUARY, A.D. 2004.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "BLUEARC CORPORATION" WAS INCORPORATED ON THE TWENTY-EIGHTH DAY OF OCTOBER, A.D. 1999.

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



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2891060

DATE: 01-27-04

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