

APR-14-2004 13:08
Division of Corporations

CORPORATION

F04000002058

Florida Department of State

Division of Corporations
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2004 APR 14 A 10: 57

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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BMC Software Services, Inc.

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APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

2004 APR 14 A 10:57

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. SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. BMC Software Services, Inc.

(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. Delaware

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

3. 76-0453066

(FEI number, if applicable)

4. 02/28/1995

(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. 2101 CityWest Blvd., Houston, TX 77042

(Principal office address)

2101 CityWest Blvd., Houston, TX 77042

(Current mailing address)

8. Sales and Services 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: CT Corporation SystemOffice Address: 1200 South Pine Island RoadPlantation

(City)

, Florida

33324

(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.

CT Corporation System

By: Jennifer K. Miller

(Registered agent's signature)

Jennifer K. Miller
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:

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA**A. DIRECTORS**

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Robert E. BeauchampAddress: 2101 CityWest Blvd.Houston, TX 77042

Director: _____

Address: _____

B. OFFICERSPresident: John W. CoxAddress: 2101 CityWest Blvd.Houston, TX 77042Vice President: Stephen B. SolcherAddress: 2101 CityWest Blvd.Houston, TX 77042Secretary: Stephen B. SolcherAddress: 2101 CityWest Blvd., Houston, TX 77042

Treasurer: _____

Address: _____

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

13. John W. Cox

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

14. John W. Cox, President

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

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CT CORPORATION

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Delaware

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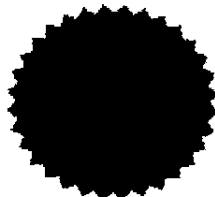
The First State

2004 APR 14 A 10:58

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF
DELAWARE, DO HEREBY CERTIFY "HMC SOFTWARE SERVICES, INC. FLORIDA"
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 TWELFTH DAY OF APRIL,
A.D. 2004.

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.



2484829 8300

040267197

Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3047403

DATE: 04-12-04

TOTAL P.04