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CORPORATION SEC CO

NO. 33 P&P 11

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Florida Department of State
Division of Corporations
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2004 AUG 20 A 10: 32

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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(((H04000168934 3)))

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From:

Account Name : CORPORATION SERVICE COMPANY
Account Number : I20000000195
Phone : (850)521-1000
Fax Number : (850)558-1575

S/KC

FOREIGN PROFIT QUALIFICATION

SYNERGEN, INC.

Certificate of Status	0
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AUG. 20. 2004 3:52PM

CORPORATION SVC CO COMPANY

NO. 334 P. 2

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APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA

FILED

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.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. SYNERGEN, 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. California

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

3. 68-0264853

(FBI number, if applicable)

4. January 2, 1992

(Date of incorporation)

5. Perpetual

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

December, 1995. Company was a sub-chapter S Corporation prior to 5/20/04, and

6. sold customized software, principally to Florida municipalities.

(Date first transacted business in Florida, if prior to registration)

(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 2121 N. California Boulevard, Suite 800, Walnut Creek, CA 94596

(Principal office address)

2121 N. California Boulevard, Suite 800, Walnut Creek, CA 94596

(Current mailing address)

8. Sales of software, customization, implementation, and maintenance services.

(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 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.

Corporation Service Company

By: Paul R. Rauling

(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:

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FILED

A. DIRECTORS

Chairman: John Marshall

Address: 2121 N. California Blvd. Ste. 800
Walnut Creek, CA 94596

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Vice Chairman: N/A

Address:

Director: Andrew Oslar

Address: 2121 N. California Blvd. Ste. 800
Walnut Creek, CA 94596

Director: Larry Gilson

Address: 2121 N. California Blvd. Ste. 800
Walnut Creek, CA 94596

B. OFFICERS

President: Richard MacDonald

Address: 2121 N. California Blvd. Ste. 800
Walnut Creek, CA 94596

Vice President: Janet Richards

Address: 2121 N. California Blvd. Ste. 800
Walnut Creek, CA 94596

Secretary: N/A

Address:

Treasurer: /CFO: Joe Dwyer

Address: 2121 N. California Blvd. Ste. 800, Walnut Creek, CA 94596

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

13. Janet Richards
(Signature of Director or Officer listed in number 12 of the application)

14. Janet Richards, Vice President
(Typed or printed name and capacity of person signing application)

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State of California

SECRETARY OF STATE

CERTIFICATE OF STATUS DOMESTIC CORPORATION

I, KEVIN SHELLEY, Secretary of State of the State of California, hereby certify:

That on the 2ND day of JANUARY, 1992, SYNERGEN, INC. became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

IN WITNESS WHEREOF, I execute this
certificate and affix the Great Seal
of the State of California this day
of July 9, 2004.



KEVIN SHELLEY
Secretary of State

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