



CORPORATION SERVICE COMPANY

F05000003711

ACCOUNT NO. : 072100000032

REFERENCE : 567796 7437155

AUTHORIZATION : Patricia Pigato

COST LIMIT : \$ 43.75

ORDER DATE : August 29, 2005

ORDER TIME : 12:55 PM

ORDER NO. : 567796-005

CUSTOMER NO: 7437155

CUSTOMER: Ms. Cindy J. O'connor  
Ziprealty, Inc.  
Suite 1555  
2000 Powell Street  
Emeryville, CA 94608

FILED  
05 AUG 29 PM 3:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FOREIGN FILINGS

NAME: ZIPREALTY, INC.

700059068577

XX PROFIT

XX CORPORATE

XXXX AMENDMENT/CHANGE OF OFFICERS & DIRECTORS

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Susie Knight -- EXT# 2956

EXAMINER: \_\_\_\_\_

Gave OK to  
correct doc.

MISC.  
Resolutions  
upon filing  
8/29/05

Upon resolution by the Board of Directors the following is the new list of officers and directors for ZipRealty, Inc. Florida registration # F05000003711.

**Exhibit A**


Unless otherwise set forth below, the business address for each person listed below is ZipRealty, Inc., 2000 Powell Street, Suite 1555, Emeryville, CA 94608.

**Officers and Directors**

**Titles**

Eric A. Danziger	President, Chief Executive Officer and Director
Gary M. Beasley	Executive Vice President and Chief Financial Officer
William C. Sinclair	Executive Vice President, Operations and Business Development
William Scott Kucirek	Executive Vice President, New Market Development and Director
Alain J. Ane	Senior Vice President, Human Resources
Joseph Patrick Lashinsky	Senior Vice President, Product Strategy and Development
Jeffrey G. Wagoner	Senior Vice President, Sales
David A. Rector	Vice President, Controller and Chief Accounting Officer
Richard H. Roberts	Vice President, Marketing
Karen B. Seto	Vice President, General Counsel and Secretary
James Beard	Vice President and Regional Manager
Genevieve Combes	Vice President of Business Planning and Strategy
Kathleen Flores	Vice President of Staffing
Joseph P. Trifoglio	Vice President, Technology
Leslie Tyler	Vice President of Online Marketing
Martin A. Plack	Assistant Secretary
Karen A. Dempsey	Assistant Secretary
Robert G. Buzan	Assistant Secretary [AZ Designated Broker]
David B. Barca	Assistant Secretary [CA Designated Broker]
Robert S. Ross	Assistant Secretary [DC/MD/VA Principal Broker-replacement in MD pending]
Timothy Bird	Assistant Secretary [MD Principal Broker-pending]
Ana C. Jardines	Assistant Secretary [FL Qualifying Broker]
Aubrey Reed	Assistant Secretary [GA Qualifying Broker]
Diane J. Beamer	Assistant Secretary [IL Managing Broker]
Nancy Atwood	Assistant Secretary [MA Broker of Record]
Garry Athanacio	Assistant Secretary [NV Corporate Broker]
Louis Burns	Assistant Secretary [TX Designated Officer]
Michael Tenore	Assistant Secretary [WA Designated Broker]
Ronald C. Brown	Director Address: 6049 E Sage Drive, Scottsdale, AZ 85253
Marc L. Cellier	Director Address: c/o Pyramid Technology Ventures, P.O. Box 3, Zephyr Cove, NV 89448
Elisabeth DeMarse	Director Address: 530 West End Avenue, Apt. 5B, New York, NY 10024
Robert C. Kagle	Director Address: c/o Benchmark Capital Partners, 2480 Sand Hill Road, Suite 200, Menlo Park, CA 94025
Stanley M. Koonce, Jr.	Director Address: c/o Big Brothers Big Sisters of America, 230 North 13th Street, Philadelphia, PA 19107
Donald F. Wood	Director Address: c/o Vanguard Ventures, 525 University Avenue, Suite 1200, Palo Alto, CA 94301

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(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

08/26/2005

(Date)

Karen B. Seto

(Typed or printed name of person signing)

VP, Gen'l Couns. & Sec'y

(Title of person signing)