

F05000005242

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

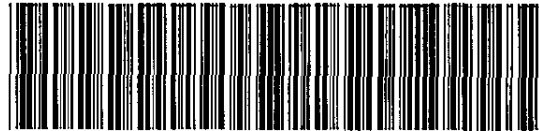
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STATE
TALLAHASSEE, FLORIDA

05 SEP -9 PM 3:45

FILED

05 SEP -9 PM 2:15
STATE
TALLAHASSEE, FLORIDA

CT CORPORATION

September 9, 2005

Department of State, Florida
409 East Gaines Street
Tallahassee FL 32399

FILED
05 SEP - 9 PM 3:45
SUCCESSION STATE
TALLAHASSEE, FLORIDA

Re: Order #: 6238286 WO
Customer Reference 1: Authoria, Inc.
Customer Reference 2: General Corporate

Dear Department of State, Florida:

Please file the attached:

Authoria, Inc. (DE)
Qualification
Florida

Authoria, Inc. (DE)
Certificate of Status/Authorization-Foreign
Florida

Authoria, Inc. (DE)
Cert Copy of Certificate of Authority
Florida

Enclosed please find a check for the requisite fees. Please return evidence of filing(s) to the attention of the undersigned.

If for any reason the enclosed cannot be filed upon receipt, please contact the undersigned immediately at (850) 222-1092. Thank you very much for your help.

Thanks!
Jmmy

1203 Governors Square Boulevard
Tallahassee, FL 32301-2960
Tel. 850 222 1092
Fax 850 222 7615

**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. Authoria, 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 3. 04-3058228
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 11/6/1997 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. 3/31/2000
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)
7. 300 Fifth Avenue, Waltham, MA 02451
(Principal office address)
- 300 Fifth Avenue, Waltham, MA 02451
(Current mailing address)
8. Computer software development and consulting services related thereto.
(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: C T Corporation System
- Office Address: 1200 South Pine Island Road
- Plantation, Florida 33324
(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.

By: Kristen Betzger C T Corporation System
(Registered agent's signature) Kristen Betzger
Vice President

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: Tod Loofbourrow

Address: 300 Fifth Avenue

Waltham, MA 02451

Vice President: _____

Address: _____

Secretary: William Brown

Address: 300 Fifth Avenue, Waltham, MA 02451

Treasurer: William Brown

Address: 300 Fifth Avenue, Waltham, MA 02451

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

13. _____

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

14. _____

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

AUTHORIA, INC.

**Attachment to Application by Foreign Corporation for
Authorization to Transact Business in Florida**

12.A. Names and business addresses of directors

Tod Loofbourrow	300 Fifth Avenue Waltham, MA 02451
Mark Gormley	300 Fifth Avenue Waltham, MA 02451
David Power	300 Fifth Avenue Waltham, MA 02451
Thomas Cusick	300 Fifth Avenue Waltham, MA 02451
Peter Gyenes	300 Fifth Avenue Waltham, MA 02451
Norman Drapeau, Jr.	300 Fifth Avenue Waltham, MA 02451
Robert Castle	300 Fifth Avenue Waltham, MA 02451

Delaware

PAGE 1

The First State

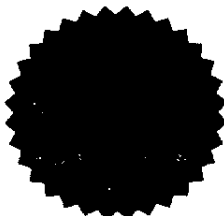
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "AUTHORIA, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FIRST DAY OF SEPTEMBER, A.D. 2005.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

2817447 8300

050720601



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 4129974

DATE: 09-01-05