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Florida Department of State
Division of Corporations
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To:

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From:

Account Name : CORPORATION SERVICE COMPANY
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DIVISION OF CORPORATION

FOREIGN PROFIT QUALIFICATION

METASTORM INC.

Certificate of Status	1
Certified Copy	1
Page Count	05
Estimated Charge	\$87.50

05 OCT -4 AM 8:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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505A-60401

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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. Metastorm Inc.

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

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Maryland

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

3. 52-1994722

(FEI number, if applicable)

4. September 9, 1996

(Date of incorporation)

5. Perpetual

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

6. Upon Date of Filing of this Application with the Florida Secretary of State

(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 8825 Stanford Boulevard; Suite 200; Columbia, Maryland 21045

(Principal office address)

8825 Stanford Boulevard; Suite 200; Columbia, Maryland 21045

(Current mailing address)

8. Development, marketing, licensing and supporting computer software and providing related technology 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

Laura R. Dunlap
as its agent

By: Laura R. Dunlap

(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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A. DIRECTORSChairman: SEE ATTACHEDAddress: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____
_____**B. OFFICERS**President: SEE ATTACHEDAddress: _____

Vice President: _____

Address: _____

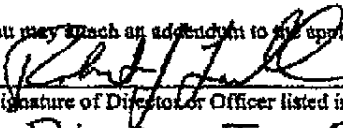
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. 
(Signature of Director or Officer listed in number 12 of the application)14. Robert J. Farrell, CEO
(Typed or printed name and capacity of person signing application)SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ADDENDUM TO
APPLICATION BY FOREIGN CORPORATION
FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

12. Names and business addresses of officers and/or directors:**A. DIRECTORS:**

Name: J. Carter Beese, Jr.
Business Address: 8825 Stanford Boulevard; Suite 200
Columbia, Maryland 21045

Name: J. Patrick Campbell
Business Address: 8825 Stanford Boulevard; Suite 200
Columbia, Maryland 21045

Name: Harry D. Cooperman
Business Address: 8825 Stanford Boulevard; Suite 200
Columbia, Maryland 21045

Name: George A. Duarte
Business Address: 8825 Stanford Boulevard; Suite 200
Columbia, Maryland 21045

Name: Robert J. Farrell
Business Address: 8825 Stanford Boulevard; Suite 200
Columbia, Maryland 21045

Name: Avi Hoffer
Business Address: 8825 Stanford Boulevard; Suite 200
Columbia, Maryland 21045

Name: Adam Lichtenstein
Business Address: 8825 Stanford Boulevard; Suite 200
Columbia, Maryland 21045

Name: Michael J. Marocco
Business Address: 8825 Stanford Boulevard; Suite 200
Columbia, Maryland 21045

B. OFFICERS:

Name: Robert J. Farrell
Title: President and CEO
Business Address: 8825 Stanford Boulevard; Suite 200
Columbia, Maryland 21045

Name: Christopher Desautelle
Title: Secretary and Treasurer
Business Address: 8825 Stanford Boulevard; Suite 200
Columbia, Maryland 21045

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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STATE OF MARYLAND**H 05000235226 3****Department of Assessments and Taxation**

I, PAUL B. ANDERSON OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF THE STATE OF MARYLAND, DO HEREBY CERTIFY THAT THE DEPARTMENT, BY LAWS OF THE STATE, IS THE CUSTODIAN OF THE RECORDS OF THIS STATE RELATING TO THE FORFEITURE OR SUSPENSION OF CORPORATIONS, OR OF CORPORATIONS TO TRANSACT BUSINESS IN THIS STATE, AND THAT I AM THE PROPER OFFICER TO EXECUTE THIS CERTIFICATE.

I FURTHER CERTIFY THAT METASTORM INC. IS A CORPORATION DULY INCORPORATED AND EXISTING UNDER AND BY VIRTUE OF THE LAWS OF MARYLAND AND THE CORPORATION HAS FILED ALL ANNUAL REPORTS REQUIRED, HAS NO OUTSTANDING LATE FILING PENALTIES ON THOSE REPORTS, AND HAS A RESIDENT AGENT. THEREFORE, THE CORPORATION IS AT THE TIME OF THIS CERTIFICATE IN GOOD STANDING WITH THIS DEPARTMENT AND DULY AUTHORIZED TO EXERCISE ALL THE POWERS RECITED IN ITS CHARTER OR CERTIFICATE OF INCORPORATION, AND TO TRANSACT BUSINESS IN MARYLAND.

IN WITNESS WHEREOF, I HAVE HEREUNTO SUBSCRIBED MY SIGNATURE AND AFFIXED THE SEAL OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND AT BALTIMORE ON THIS OCTOBER 03, 2005.



Paul B. Anderson
Charter Division



301 West Preston Street, Baltimore, Maryland 21201
Telephone Balto. Metro (410) 767-1344 / Outside Balto. Metro (888) 246-5941
MRS (Maryland Relay Service) (800) 735-2258 TTY/Voice
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