

10/26/2005 09:21 8508785926

CT CORPORATION SYSTM

PAGE 01/06

Division of Corporations

Page 1 of 1

F050000006247

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H05000251297 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 205-0383

From:

Account Name : C T CORPORATION SYSTEM
Account Number : FCA000000023
Phone : (850) 222-1092
Fax Number : (850) 878-5926

FOREIGN PROFIT QUALIFICATION

Nexant, Inc.

Certificate of Status	0
Certified Copy	0
Page Count	06
Estimated Charge	\$1,220.00

Electronic Filing Menu

Corporate Filing

Public Access Help

J. BRYAN OCT 27 2005

FILED
2005 OCT 26 AM 8:32
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

RECEIVED
05 OCT 26 AM 9:45
DIVISION OF CORPORATIONS

THIS IS
A RESEND
THE FIRST
ONE WAS
MISSING
A PAGE!!

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. Nexant, 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. 94-3342927

(FEI number, if applicable)

4. 04/24/2000

(Date of incorporation)

5. Perpetual

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

6. 060104

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

7. 101 Second Street, 11th Floor, San Francisco, CA 94105-3672

(Principal office address)

same

(Current mailing address)

8. Sec Attachment

(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: CT Corporation System

Office Address: 1200 South Pine Island Road

Plantation

(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.

By:

CT Corporation System

(Registered agent's signature)

NASEEM A. CONDE
SPECIAL ASST. 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: See Attached

A. DIRECTORS *SEE ATTACHMENT*

Chairman: _____
Address: _____

Vice Chairman: _____
Address: _____

Director: _____
Address: _____

Director: _____
Address: _____

FILED
2005 OCT 26 AM 8:32
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

B. OFFICERS *SEE ATTACHMENT*

President: Michael U. Alvarez
Address: 101 Second Street, 11th Floor
San Francisco, CA 94105-3672
Vice President: _____
Address: _____

Secretary: Michael U. Alvarez
Address: 101 Second Street, 11th Floor San Francisco, CA 94105-3672
Treasurer: _____
Address: _____

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

13. Michael U. Alvarez
(Signature of Director or Officer listed in number 12 of the application)
14. Michael U. Alvarez, Vice President
(Typed or printed name and capacity of person signing application)

Attachment to Florida

Purpose Clause

Provide technology solutions and consulting services to all participants in the global energy industry

Officers & Directors

-
- | | | |
|----|-------------------|---|
| 1. | Full Name: | Michael U. Alvarez |
| | Officer/Director: | Officer |
| | Officer's Title: | Executive Vice President, CFO & Secretary |
| | Business Address: | 101 Second Street, 11th Floor |
| | City: | San Francisco |
| | State: | CA |
| | ZIP Code: | 94105-3672 |
| 2. | Full Name: | Basem Y. Sarandah |
| | Officer/Director: | Officer, Director |
| | Officer's Title: | President & CEO |
| | Business Address: | 101 Second Street, 11th Floor |
| | City: | San Francisco |
| | State: | CA |
| | ZIP Code: | 94105-3672 |
| 3. | Full Name: | J. Bennett Johnston |
| | Officer/Director: | Director |
| | Officer's Title: | |
| | Business Address: | 101 Second Street, 11th Floor |
| | City: | San Francisco |
| | State: | CA |
| | ZIP Code: | 94105-3672 |
| 4. | Full Name: | Preston R. Miller, Jr. |
| | Officer/Director: | Director |
| | Officer's Title: | |
| | Business Address: | 101 Second Street, 11th Floor |
| | City: | San Francisco |
| | State: | CA |
| | ZIP Code: | 94105-3672 |
| 5. | Full Name: | Jude P. Laspa |
| | Officer/Director: | Director |
| | Officer's Title: | |
| | Business Address: | 101 Second Street, 11th Floor |
| | City: | San Francisco |
| | State: | CA |
| | ZIP Code: | 94105-3672 |
| 6. | Full Name: | Ernest Moniz |
| | Officer/Director: | Director |
| | Officer's Title: | |

FILED
2005 OCT 26 AM 8:32
D.C. IN INDIANAPOLIS
TALLAHASSEE, FLORIDA

10/26/2005 09:21 8508785926
OCT-11-2005 10:07 CT CORPORATION
ATTACHMENT

CT CORPORATION SYSTM

PAGE 05/06

925 287 9801 P.05

Business Address: 101 Second Street, 11th Floor
City: San Francisco
State: CA
ZIP Code: 94105-3672

7. Full Name: Timothy D. Statton
Officer/Director: Director
Officer's Title:
Business Address: 101 Second Street, 11th Floor
City: San Francisco
State: CA
ZIP Code: 94105-3672

FILED
2005 OCT 26 AM 8:32
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "NEXANT, 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 ELEVENTH DAY OF OCTOBER, A.D. 2005.

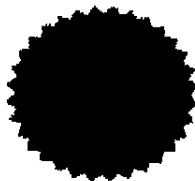
AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

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

FILED
2005 OCT 26 AM 8:32
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

3089790 8300

050828736



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4216510

DATE: 10-11-05