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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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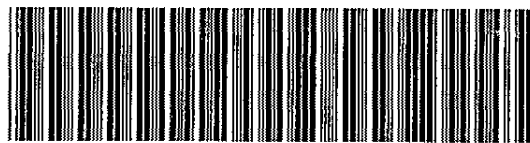
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FLORIDA DEPARTMENT OF STATE
Division of Corporations

RECEIVED

06 MAR -2 PM 12:07

DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

February 22, 2006

JIM HARRISON
4000 INTERNATIONAL PKWY.
CARROLLTON, TX 75007

SUBJECT: REAL PAGE, INC.
Ref. Number: W06000008907

We have received your document for REAL PAGE, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation. ✓

A certificate of existence or a certificate of good standing, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable. ✓

If you have any further questions concerning your document, please call (850) 245-6995.

Wanda Cunningham
Document Specialist
New Filing Section

Letter Number: 206A00012631

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: _____

Real Page, Inc.

(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Jim Harrison

(Name of Person)

Real Page, Inc.

(Firm/Company)

4000 International Parkway

(Address)

Carrollton, TX 75007

(City/State and Zip code)

For further information concerning this matter, please call:

Leanna Honeycutt

(Name of Person)

at (972) 820-3013

(Area Code & Daytime Telephone Number)

STREET/COURIER ADDRESS:

New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

New Filing Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

☐ \$70.00 Filing Fee

☒ \$78.75 Filing Fee &
Certificate of Status

☐ \$78.75 Filing Fee &
Certified Copy

☐ \$87.50 Filing Fee,
Certificate of Status &
Certified Copy

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. Real Page, 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. _____

(FBI number, if applicable)

4. 12-30-03

(Date of incorporation)

5. Perpetual

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

6. Concurrent - Texas corporation now Delaware corporation

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

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

7. 4000 International Parkway

(Principal office address)

Carrollton, TX 75007

(Current mailing address)

8. _____

(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.

[Signature] Asst. Secy.

(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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27 MAR -2 A 4 58

A. DIRECTORS

Chairman: see attached list

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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SECRETARY OF STATE
HARRISBURG, PENNSYLVANIA

B. OFFICERS

President: see attached list

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. James W. Harrison

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

14. JAMES W. HARRISON, Sr. V.P.

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

REALPAGE, INC. OFFICERS

as of 12/7/06

Stephen T. Winn	Chairman of the Board; Chief Executive Officer; President	4000 International Parkway, Suite 1000	Carrollton TX	75007
Dean Schmidt	President - OneSite	4000 International Parkway, Suite 1000	Carrollton TX	75007
Jeffrey L. Roper	President - YieldStar	4000 International Parkway, Suite 1000	Carrollton TX	75007
David Carner	President - CrossFire	4000 International Parkway, Suite 1000	Carrollton TX	75007
Ashley Chaffin	President - Velocity	4000 International Parkway, Suite 1000	Carrollton TX	75007
Mark L. Case	Senior Vice President - Sales	4000 International Parkway, Suite 1000	Carrollton TX	75007
James J. Charles	Senior Vice President - Operations	4000 International Parkway, Suite 1000	Carrollton TX	75007
Timothy J. Barker	Senior Vice President, Chief Financial Officer	4000 International Parkway, Suite 1000	Carrollton TX	75007
James W. Harrison	Senior Vice President, Secretary, Treasurer & General Counsel	4000 International Parkway, Suite 1000	Carrollton TX	75007
Sabrina King	Assistant Secretary	4000 International Parkway, Suite 1000	Carrollton TX	75007
Leanna Honeycutt	Assistant Treasurer	4000 International Parkway, Suite 1000	Carrollton TX	75007

BOARD OF DIRECTORS

Stephen T. Winn		4000 International Parkway, Suite 1000	Carrollton TX	75007
Jeffrey T. Leeds		660 Madison Avenue, 15th Floor	New York New York	10021
Max D. Hopper		1950 Stemmonds Fwy., #5001	Dallas Texas	75230
Al Berkeley		301 Northfield Place	Baltimore Maryland	21210
Roger Hurtwitz		445 Park Avenue, 11th Floor	New York New York	10022
Jason Wright		445 Park Avenue, 11th Floor	New York New York	10022
Jim Malernee		599 Lexington Avenue, 43rd Floor	New York New York	10022
Richard Berkeley		One South Street, Suite 2150	Baltimore Maryland	21202

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CLERK OF DISTRICT COURT
JUDICIAL DISTRICT NO. 1
FLORENCE, ALABAMA

Delaware

PAGE 1

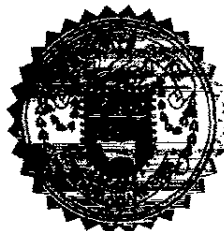
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "REALPAGE, 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 SEVENTH DAY OF FEBRUARY, A.D. 2006.

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SECRETARY OF STATE
DEPARTMENT OF REVENUE
RECORDS SECTION



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Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4505150

DATE: 02-07-06