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Florida Department of State
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FOREIGN PROFIT/NONPROFIT CORPORATION

Webroot Software, Inc.

Certificate of Status	0
Certified Copy	0
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Estimated Charge	\$2,370.00

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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. Webroot Software, 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. Colorado

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

3. 84-1478533

(FEI number, if applicable)

4. 11/10/1998

(Date of incorporation)

5. Perpetual

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

6. 02/01/2004

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

7. 2560 55th St., Boulder, CO 80301

(Principal office address)

SAME

(Current mailing address)

8. See 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: C T 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.

C T Corporation System

By: Heidi M. Liesch
(Registered agent's signature)

Heidi Liesch
Assistant 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:

Attachment

Page 1 of 1

Attachment to Florida

Purpose Clause

Create and publish line of anti-spyware products for consumers, small businesses and enterprises worldwide

A. DIRECTORS

Chairman: SEE ATTACHMENT

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: SEE ATTACHMENT

Address: _____

Vice President: _____

Address: _____

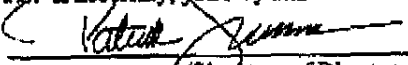
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. 
(Signature of Director or Officer listed in number 12 of the application)

14. Patrick Summers, General Counsel / Secretary
(Typed or printed name and capacity of person signing application)

Officers and Directors for Webroot Software, Inc.:

Directors:

<u>Name</u>	<u>Address</u>	<u>Appointment Date</u>
Eric Spivey	2560 55 th Street, Boulder, CO 80301	3/3/2005
Peter Watkins	2560 55 th Street, Boulder, CO 80301	3/3/2005
Jake Reynolds	2560 55 th Street, Boulder, CO 80301	2/7/2005
John Drew	2560 55 th Street, Boulder, CO 80301	2/7/2005
Curtis David Moll	2560 55 th Street, Boulder, CO 80301	2/7/2005

Officers:

<u>Name</u>	<u>Address</u>	<u>Title</u>
Curtis David Moll	2560 55 th Street, Boulder, CO 80301	CEO
Michael Karl Irwin	2560 55 th Street, Boulder, CO 80301	COO
Joshua Pace	2560 55 th Street, Boulder, CO 80301	CFO & Treasurer
Patrick Summers	2560 55 th Street, Boulder, CO 80301	General Counsel & Secretary

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OFFICE OF THE SECRETARY OF STATE
OF THE STATE OF COLORADO

CERTIFICATE

I, Ginette Dennis, as the Secretary of State of the State of Colorado, hereby certify that,
according to the records of this office,

WEBROOT SOFTWARE, INC.

is a
Corporation

formed or registered on 11/10/1998 under the law of Colorado, has complied with all applicable
requirements of this office, and is in good standing with this office. This entity has been
assigned entity identification number 19981200486 .

This certificate reflects facts established or disclosed by documents delivered to this office on
paper through 03/28/2006 that have been posted, and by documents delivered to this office
electronically through 04/02/2006 @ 09:55:35 .

I have affixed hereto the Great Seal of the State of Colorado and duly generated, executed,
authenticated, issued, delivered and communicated this official certificate at Denver, Colorado
on 04/02/2006 @ 09:55:35 pursuant to and in accordance with applicable law. This certificate is
assigned Confirmation Number 6456674 .



Ginette Dennis

Secretary of State of the State of Colorado

*****End of Certificate*****

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CERT_CS_D Revised 09/22/2005