

Division of Corporations
Form 1 of 1

FO7000005997

Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 617-6381

From:

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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FOREIGN PROFIT/NONPROFIT CORPORATION

The Active Network, Inc.

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Help

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T. SECR. OF STATE
HASSEE, FLORIDA
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. The Active Network, 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. 33-0884962

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

(PEI number, if applicable)

4. July 6, 1999

5. Perpetual

(Date of incorporation)

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

6.

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

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

7. 10182 Telesis Court, Suite 300

(Principal office address)

San Diego, CA 92121

(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: 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.

C T Corporation System

By:



(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. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Dave Alberga

Address: 10182 Telesis Court, Suite 300

San Diego, CA 92121

Director: Tom Clancy

Address: 10182 Telesis Court, Suite 300

San Diego, CA 92121

B. OFFICERS

President: Matt Lands

Address: 10182 Telesis Court, Suite 300

San Diego, CA 92121

Vice President: _____

Address: _____

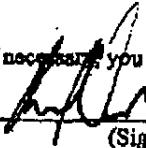
Secretary: Kourosh Vossoughi

Address: 10182 Telesis Court, Suite 300, San Diego, CA 92121

Treasurer: Norman Dowling

Address: 10182 Telesis Court, Suite 300, San Diego, CA 92121

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. Kory Vossoughi _____, General Counsel _____
(Typed or printed name and capacity of person signing application)

LIST OF ADDITIONAL OFFICERS AND DIRECTORS

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List of Officers

Dave Alberga, Chief Executive Officer, c/o The Active Network, Inc., 10182 Telesis Court, Suite 300, San Diego, CA 92121

Kourosh Vossoughi, General Counsel and Senior Vice President, c/o The Active Network, Inc., 10182 Telesis Court, Suite 300, San Diego, CA 92121

John Belmonte, Chief operating Officer, c/o The Active Network, Inc., 10182 Telesis Court, Suite 300, San Diego, CA 92121

Alex Barnetson, Senior Vice President, c/o The Active Network, Inc., 10182 Telesis Court, Suite 300, San Diego, CA 92121

Eric Magnuson, Senior Vice President and Managing Director, c/o The Active Network, Inc., 10182 Telesis Court, Suite 300, San Diego, CA 92121

John Sanders, Vice President of Information Technology, c/o The Active Network, Inc., 10182 Telesis Court, Suite 300, San Diego, CA 92121

Josh Schlesser, Vice President of Technology, c/o The Active Network, Inc., 10182 Telesis Court, Suite 300, San Diego, CA 92121

Matt Ehrlichman, Vice President of Strategy, c/o The Active Network, Inc., 10182 Telesis Court, Suite 300, San Diego, CA 92121

Chuck Mitchell, Senior Vice President of Consumer Media, c/o The Active Network, Inc., 10182 Telesis Court, Suite 300, San Diego, CA 92121

List of Directors

Steve Green, c/o The Active Network, Inc., 10182 Telesis Court, Suite 300, San Diego, CA 92121

Elliot Katzman, c/o The Active Network, Inc., 10182 Telesis Court, Suite 300, San Diego, CA 92121

Eric Korman, c/o The Active Network, Inc., 10182 Telesis Court, Suite 300, San Diego, CA 92121

Matt Landa, c/o The Active Network, Inc., 10182 Telesis Court, Suite 300, San Diego, CA 92121

Lee Rosenberg, c/o The Active Network, Inc., 10182 Telesis Court, Suite 300, San Diego, CA 92121

John Korff, c/o The Active Network, Inc., 10182 Telesis Court, Suite 300, San Diego, CA 92121

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PAGE 1
SECRETARY OF STATE

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "THE ACTIVE NETWORK, 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 SIXTH DAY OF DECEMBER, A.D. 2007.

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

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

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You may verify this certificate online
at corp.delaware.gov/authview.shtml



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6215970

DATE: 12-06-07