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TALLAHASSEE, FLORIDA

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FOREIGN PROFIT/NONPROFIT CORPORATION

CompareNetworks, Inc.

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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. CompareNetworks, 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. California 3. 94-3350997
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. January 11, 2000 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. January 17, 2005
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 395 Oyster Point Boulevard, Suite 405, South San Francisco, CA 94080
(Principal office address)
- 395 Oyster Point Boulevard, Suite 405, South San Francisco, CA 94080
(Current mailing address)

8. Information website/service
(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.

By: Naseem A. Conde
(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:

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TALLAHASSEE, FLORIDA

A. DIRECTORS

Chairman: Paul J. Gatti

Address: 395 Oyster Point Boulevard, Suite 405
South San Francisco, CA 94080

Vice Chairman: _____

Address: _____

Director: Michael Okimoto

Address: 395 Oyster Point Boulevard, Suite 405
South San Francisco, CA 94080

Director: Matthew McLean

Address: 395 Oyster Point Boulevard, Suite 405
South San Francisco, CA 94080

B. OFFICERS

President: Paul J. Gatti

Address: 395 Oyster Point Boulevard, Suite 405
South San Francisco, CA 94080

Vice President: Michael Okimoto

Address: 395 Oyster Point Boulevard, Suite 405
South San Francisco, CA 94080

Secretary: Kenneth A. Miller

Address: 395 Oyster Point Boulevard, Suite 405, South San Francisco, CA 94080

Treasurer: Paul J. Gatti

Address: 395 Oyster Point Boulevard, Suite 405, South San Francisco, CA 94080

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. Paul J. Gatti, President and CEO

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

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TALLAHASSEE, FLORIDA

Addendum

B. OFFICERS (continued)

Chief Information Officer: Michael Okimoto

Address: 395 Oyster Point Boulevard, Suite 405, South San Francisco, CA 94080

Chief Technology Officer: Kenneth A. Miller

Address: 395 Oyster Point Boulevard, Suite 405, South San Francisco, CA 94080

Chief Operating Officer: Matthew McLean

Address: 395 Oyster Point Boulevard, Suite 405, South San Francisco, CA 94080

**State of California
Secretary of State**

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TALLAHASSEE, FLORIDA

**CERTIFICATE OF STATUS
DOMESTIC CORPORATION**

I, DEBRA BOWEN, Secretary of State of the State of California, hereby certify:

That on the 11th day of January, 2000, COMPARENETWORKS, INC. became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

IN WITNESS WHEREOF, I execute
this certificate and affix the Great Seal
of the State of California this day of
December 13, 2007.



Debra Bowen

**DEBRA BOWEN
Secretary of State**