

F08000001680

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

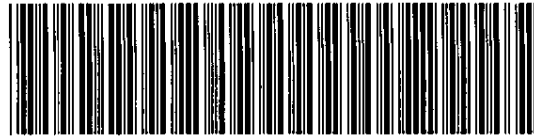
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



200123212282

04/14/08--01053--002 **70.00

FILED
2008 APR 14 PM 2:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

col 4-15

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: BMC Software, 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:

Dawn Calzada

(Name of Person)

Thomson Tax & Accounting

(Firm/Company)

1901 Butterfield Rd, Suite 700

(Address)

Downers Grove, IL 60515-7915

(City/State and Zip code)

For further information concerning this matter, please call:

Dawn Calzada

(Name of Person)

at (708) 749 1784

(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. BMC Software, 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. 74-2126120
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. Dec 1988 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. 2101 CITYWEST BLVD, HOUSTON, TX 77042
(Principal office address)

2101 CITYWEST BLVD, HOUSTON, TX 77042
(Current mailing address)

8. Computer software sales
(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 Rd
Plantation, Florida 33324
(City) (Zip code)

2008 APR 14 PM 2:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

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.

Stephanie Allison **Stephanie Allison**
(Registered agent's signature) **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:

A. DIRECTORS

Chairman: Garland Cupp

Address: 2101 CITYWEST BLVD
Houston, TX 77042

Vice Chairman: _____

Address: _____

Director: Jon E. Barfield

Address: 2101 Citywest Blvd
Houston, TX 77042

Director: Gary Bloom

Address: 2101 CITYWEST BLVD
HOUSTON, TX 77042

B. OFFICERS

President: Robert E. Beauchamp

Address: 2101 CITYWEST BLVD
Houston, TX 77042

Vice President: Cory T. Bleuer

Address: 2101 CITYWEST BLVD
HOUSTON, TX 77042

Secretary: Denise M. Clolery

Address: 2101 CITYWEST BLVD, HOUSTON, TX 77042

Treasurer: Stephen B. Solcher

Address: 2101 CITYWEST BLVD, HOUSTON, TX 77042

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. Stephen B. Solcher Sr. V.P., CFO + Treasurer

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

FILED

2008 APR 14 PM 2:03

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BMC Software, Inc

Officers and Directors List FYE 2008

Directors

Director	Title
Cupp, Garland	CHAIRMAN
Barfield, Jon E.	DIRECTOR
Beauchamp, Robert E.	DIRECTOR
Bloom, Gary	DIRECTOR
Gafner, Mel	DIRECTOR
Gray, Lew	DIRECTOR
Jenkins, P. Thomas	DIRECTOR
Lavigne (Jr.), Louis J.	DIRECTOR
O'Neil, Kathleen A.	DIRECTOR
Raymond, George F.	DIRECTOR
Smach, Thomas J.	DIRECTOR
Tinsley, Tom	DIRECTOR

Officers

Officer	Title
Barnea, Dan	Sr Vice President, Strategy and Corporate Development
Chung, Jae W	Senior Vice President, Business Operations
Grant, Jim W	Vice President and General Manager, Enterprise Service Management
Howell, Matthew	Vice President - Global Tax (Non-executive officer)
Miller, William D	Vice President and General Manager, Mainframe Service Mgmt
Beauchamp, Robert E.	President, Chief Executive Officer and Director
Bleuer, T. Cory	Vice President & Chief Accounting Officer
Chaffin, Chris	Assistant Secretary (Non-executive officer)
Clolery, Denise M.	Sr. Vice President , General Counsel & Secretary
Fenner, Chet	Treasurer (Non-executive officer)
Santullo, Cosmo P.	Sr Vice President of Worldwide Sales and Services
Solcher, Stephen B.	Senior Vice President, Chief Financial Officer and Treasurer
Vescuso, Michael A.	Senior Vice President of Administration

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT "BMC SOFTWARE, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.

THE FOLLOWING DOCUMENTS HAVE BEEN FILED:

CERTIFICATE OF INCORPORATION, FILED THE TWENTY-NINTH DAY OF JUNE, A.D. 1988, AT 4 O'CLOCK P.M.

CERTIFICATE OF OWNERSHIP, FILED THE FIFTEENTH DAY OF JULY, A.D. 1988, AT 10 O'CLOCK A.M.

RESTATED CERTIFICATE, FILED THE NINETEENTH DAY OF AUGUST, A.D. 1988, AT 12:45 O'CLOCK P.M.

CERTIFICATE OF OWNERSHIP, FILED THE FOURTEENTH DAY OF FEBRUARY, A.D. 1992, AT 9 O'CLOCK A.M.

CERTIFICATE OF AMENDMENT, FILED THE THIRD DAY OF SEPTEMBER, A.D. 1992, AT 9 O'CLOCK A.M.

CERTIFICATE OF DESIGNATION, FILED THE TENTH DAY OF MAY, A.D. 1995, AT 10:30 O'CLOCK A.M.

CERTIFICATE OF CORRECTION, FILED THE TWENTY-SECOND DAY OF



2165371 8310

080353418

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

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6493982

DATE: 04-02-08

Delaware

PAGE 2

The First State

OCTOBER, A.D. 1996, AT 11:30 O'CLOCK A.M.

CERTIFICATE OF AMENDMENT, FILED THE TWENTY-SECOND DAY OF
OCTOBER, A.D. 1996, AT 11:31 O'CLOCK A.M.

CERTIFICATE OF OWNERSHIP, FILED THE FIFTEENTH DAY OF
NOVEMBER, A.D. 1999, AT 4:30 O'CLOCK P.M.

CERTIFICATE OF AMENDMENT, FILED THE THIRTIETH DAY OF
NOVEMBER, A.D. 1999, AT 12 O'CLOCK P.M.

CERTIFICATE OF MERGER, FILED THE TWENTY-EIGHTH DAY OF
FEBRUARY, A.D. 2000, AT 4:30 O'CLOCK P.M.

CERTIFICATE OF OWNERSHIP, FILED THE TWENTY-SEVENTH DAY OF
APRIL, A.D. 2000, AT 4:30 O'CLOCK P.M.

CERTIFICATE OF OWNERSHIP, FILED THE TWENTY-FOURTH DAY OF
JUNE, A.D. 2003, AT 4:22 O'CLOCK P.M.

CERTIFICATE OF MERGER, FILED THE TWENTY-SIXTH DAY OF JULY,
A.D. 2005, AT 12:56 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF
THE AFORESAID CERTIFICATE OF MERGER IS THE TWENTY-NINTH DAY OF
JULY, A.D. 2005.

CERTIFICATE OF OWNERSHIP, FILED THE TWELFTH DAY OF MARCH,
A.D. 2008, AT 5:56 O'CLOCK P.M.

2165371 8310

080353418

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



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6493982

DATE: 04-02-08

Delaware

PAGE 3

The First State

CERTIFICATE OF OWNERSHIP, FILED THE TWELFTH DAY OF MARCH,
A.D. 2008, AT 6:49 O'CLOCK P.M.

CERTIFICATE OF MERGER, FILED THE FOURTEENTH DAY OF MARCH,
A.D. 2008, AT 1:22 O'CLOCK P.M.

CERTIFICATE OF MERGER, FILED THE SEVENTEENTH DAY OF MARCH,
A.D. 2008, AT 12:53 O'CLOCK P.M.

CERTIFICATE OF OWNERSHIP, FILED THE SEVENTEENTH DAY OF
MARCH, A.D. 2008, AT 6:14 O'CLOCK P.M.

CERTIFICATE OF OWNERSHIP, FILED THE THIRTY-FIRST DAY OF
MARCH, A.D. 2008, AT 12:41 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID
CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE
AFORESAID CORPORATION, "BMC SOFTWARE, INC.".

2165371 8310

080353418

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



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6493982

DATE: 04-02-08