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# Florida Department of State

Division of Corporations Public Access System

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DIVISION OF CORFORATION

# FOREIGN PROFIT/NONPROFIT CORPORATION

Previsor, Inc.

| Certificate of Status | 0          |
|-----------------------|------------|
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6/10/2008

#### APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT **BUSINESS IN FLORIDA**

| IN COMPLIANCE W                            | ITH SECTION 607,1503, FLORIDA   | STA    | TUTES, THE         | FOLLOWIN         | G IS SUBMIT      | TTED TO           | 2000     |   |
|--|---|--------|--------------------|------------------|------------------|-------------------|----------|---|
| REGISTER A FOREI                           | GN CORPORATION TO TRANSAC   | TBU    | SINESS IN TI       | HE STATE O       | F FLORIDA.       |                   | M        | - |
| 1. Prel                                    | lisor Inc.  |        |                    |                  |                  | 2                 | 0        | Ī |
| (Enter name of corp. "Inc.," "Co.," "Corp. | oration; must include "INCORPORATE" " "Inc.," "Co." or "Corp.")                                 | ED,"   | 'COMPANY,"         | "CORPORA"        | ", KON           | EE, FLORE         | 0 PM 4:2 | 7 |
| (If name unavailable                       | in Florida, enter alternate corporate na  | me ad  | opted for the p    | upose of trans   | acting busines   | s in Florida      | Š        |   |
| 2. Oelau                                   | ve_   | 3      |                    |                  |                  |                   |          |   |
|  | or the law of which it is incorporated)   | - 1    | (1                 | FEI number, if   | applicable)      | <del></del>       |          |   |
| 4. 7/27/                                   | <u> 200</u> 5   | 5.     | PERPO              | mae              | •                |                   |          |   |
|  | ncorporation)   | (      | Duration: Year     | corp. will coa   | se to exist or " | 'perpetual'")     |          |   |
| 6.   | 11/13/2007  |        |                    | _                |                  |                   |          |   |
|  | (Date first transacted busines<br>(SEE SECTIONS 607.1501 & 607                                  |        |                    |                  |                  |                   |          |   |
| 1. 1805 O                                  | ld Alabama Roa<br>(Principal office s   |        |                    | <u>, 150, F</u>  | ROSINCH          | <u>- 64 30</u> 07 | 6        |   |
| 650 7                                      | Third Avenue South<br>(Current mailing a  | iddre  | <u>Suite</u><br>5) | 1300, n          | uinveala         | 55 <u>سمېڭا</u>   | 402      |   |
| 8. <i>Ae-e</i> -                           | noloument testin  | 4      | seru'ci            | 25               |                  |                   |          |   |
| (Purpose(s) of                             | corporation authorized in home state of   | cont   | try to be catrle   | d out in state o | f Plorida)       |                   |          |   |
| 9. Name and street ac                      | dress of Florida registered agent: (1   | e.o. : | Box NOT acc        | eptable)         |                  |                   |          |   |
| Name:                                      | C T Corporation System  |        | _                  |                  |                  |                   |          |   |
| Office Address:                            | 1200 South Pine Island Road   |        | _                  |                  |                  |                   |          |   |
|  | Plantation  |        | Plorida            | 33324            |                  |                   |          |   |
| _  | (City)  |        |                    | (Zip code)       |                  |                   |          |   |
|  | e's acceptance:<br>as registered agent and to accept sec<br>dication, I hereby accept the appoi |        |                    |                  |                  |                   |          |   |

further agree to comply with the provisions of ull 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 accept

CT Corporation System

(Registered agent's aignature)

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:

| 12. Names and business addresses of officers and/or directors:    | ·   |
|---|---|
| A. DIRECTORS  |   |
| Chairman: See attached  | -   |
| Address:  |   |
|   | A-73 20                                       |
| Vice Chairman:  |   |
| Address:  |   |
|   | ing _   |
| Director:   | <u> </u>                                      |
| Address:  | <b>高記</b> &                                   |
|   |   |
| Director:   |   |
| Address:  |   |
| Ambiesa.  |   |
|   |   |
| B. OFFICERS   |   |
| President: See attached   |   |
| Address:  |   |
|   |   |
| Vice President:   |   |
| Address:  |   |
|   |   |
| Scoretury:  |   |
| Address:  |   |
| Treasurer,  |   |
| Address:  |   |
|   | man and the second second                     |
| 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            | per 12 of the application)                    |
|   | Causes and assistant secretaing               |
| (Typed or printed name and capacity of person                     | on signing application)                       |

## PreVisor Inc. Officers and Directors

| <del></del>                                |                                    |   |
|--|------------------------------------|---|
| Officers: Name and Title                   | Business Address                   | 7 |
| Noel Sitzmann, President and Chief         | 1805 Old Alabama Road, Suite 150,  | 7 |
| Executive Officer                          | Roswell GA 30076                   | # |
| Todd Boney - Sr. Vice President, Chief     | 1805 Old Alabama Road, Suite 150,  | 3 |
| Financial Officer and Secretary            | Roswell GA 30076                   | 1 |
| Kurt Ballard, Sr. Vice President and Chief | 1805 Old Alabama Road, Suite 150,  | ٦ |
| Marketing Officer                          | Roswell GA 30076                   |   |
| Robert Stephens, Sr. Vice President and    | 1805 Old Alabama Road, Suite 150,  | ٦ |
| Chief Technology Officer                   | Roswell GA 30076                   |   |
| Nikki Hall - Sr. Vice President and Chief  | 1805 Old Alabama Road, Suite 150,  | ٦ |
| Human Resources Officer                    | Roswell GA 30076                   | 1 |
| Caroline Stacey, Sr. Vice President and    | 650 Third Avenue South, Suite 1300 | ٦ |
| Chief Product Officer                      | Minneapolis, MN 55402              | - |
| Tony Anello, Vice President                | 650 Third Avenue South, Suite 1300 | ٦ |
|  | Minneapolis, MN 55402              | 1 |
| Michael Russiello, Sr. Vice President      | 14425 Penrose Place, Suite 150     | ٦ |
| -  | Chantilly, VA 20151                | - |
| Christine Arrell, Corporate Counsel and    | 650 Third Avenue South, Suite 1300 | 7 |
| Assistant Secretary                        | Minneapolis, MN 55402              | i |

| Directors: Name | Business Address                  |
|-----------------|-----------------------------------|
| Noel Sitzmann   | 1805 Old Alabama Road, Suite 150, |
|                 | Roswell GA 30076                  |
| Michael Kessler | 350 Park Avenue                   |
|                 | New York, NY 10022                |
| Scott Trocller  | 350 Park Avenue                   |
|                 | New York, NY 10022                |
| Nick Veronis    | 350 Park Avenue                   |
|                 | New York, NY 10022                |
| Peter Colc      | 3078 N. Caves Valley Path         |
|                 | Black Diamond Ranch               |
|                 | Lecanto, FL 34461                 |

# Delaware

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### The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PREVISOR INC." IS DOLY 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 TWELFTE DAY OF MAY, A.D. 2008.

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

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

2000 JUN 10 PH 4: 25
SECRETARY OF STATE
TAIL AND SCREEN FROM A

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You may verify this cortificate online at corp.delaware.gov/suthver.ahtml

Daniel Smile Hinden

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6585447

DATE: 05-12-08