

Florida Department of State  
Division of Corporations  
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To:

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

From:

Account Name : CORPDIRECT AGENTS, INC.  
Account Number : 110450000714  
Phone : (850) 222-1173  
Fax Number : (850) 224-1640

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660173.123180

**\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\***

Email Address: tshaw@quinstreet.com

**FOREIGN PROFIT/NONPROFIT CORPORATION  
QUINSTREET, INC.**

Certificate of Status	0
Certified Copy	0
Page Count	05
Estimated Charge	\$70.00

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Help

To: The Florida Dept. of State  
Subject: 000173.123180

From: Ashley Smith

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 **QUINSTREET.**

April 13, 2010

Florida Department of State  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

Re: QuinStreet, Inc.

Dear Sir or Madam:

In my capacity as Manager of QuinStreet, LLC, an Illinois limited liability company, I hereby grant permission to QuinStreet, Inc. a Delaware corporation, to use such name in the state of Florida.

Should you have any questions or concerns, please do not hesitate to contact me.

QuinStreet, LLC

  
Daniel E. Caul, Manager

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TALLAHASSEE, FLORIDA

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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. QuinStreet, Inc.  
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"  
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")
2. Delaware 3. 77-0512121  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 10/23/2009 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. 1051 E Hillsdale Blvd, 8th Floor, Foster City, CA 94404  
(Principal office address)  
1051 E Hillsdale Blvd, 8th Floor, Foster City, CA 94404  
(Current mailing address)
8. Online direct marketing.  
(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: NRAI Services, Inc.  
Office Address: 2731 Executive Park Dr., Ste 4  
Weston, Florida 33331  
(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.*

NRAI Services, Inc.

Nicole Chouinard

(Registered agent's signature)

Nicole Chouinard, 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.

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12. Names and business addresses of officers and/or directors:

**A. DIRECTORS**

Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: Douglas J. Valenti

Address: 1051 E Hillsdale Blvd, 8th Floor,

Foster City, CA 94404

Director: \_\_\_\_\_

Address: \_\_\_\_\_

**B. OFFICERS**

President: Douglas J. Valenti

Address: 1051 E. Hillsdale Blvd., 8th Fl.

Foster City, CA 94404

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_

Secretary: Daniel E. Caul

Address: 1051 E Hillsdale Blvd, 8th Floor, Foster City, CA 94404

Treasurer: Kenneth Hahn

Address: 1051 E Hillsdale Blvd, 8th Floor, Foster City, CA 94404

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. Daniel E. Caul, SVP, General Counsel & Secretary

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

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# Delaware

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*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "QUINSTREET, 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 TWENTY-SIXTH DAY OF MARCH, A.D. 2010.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "QUINSTREET, INC." WAS INCORPORATED ON THE TWENTY-THIRD DAY OF OCTOBER, A.D. 2009.

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.

FILED


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TALLAHASSEE, FLORIDA

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You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 7896562

DATE: 03-26-10

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