

F14000000447

(Requestor's Name)

(Address)

(Address)

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TALLAHASSEE FLORIDA
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CORPORATION SERVICE COMPANY

ACCOUNT NO. : I20000000195

REFERENCE : 984870 7622771

AUTHORIZATION :

COST LIMIT : \$ 70.00

ORDER DATE : January 30, 2014

ORDER TIME : 4:40 PM

ORDER NO. : 984870-010

CUSTOMER NO: 7622771

FOREIGN FILINGS

NAME: SMARTBEAR SOFTWARE INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight -- EXT# 52956

EXAMINER: _____

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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. **SmartBear 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. 94-3340607
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 4-23-07 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 1-1-14
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 4631 Johnson Rd. Suite 6, Coconut creek, FL 33073
(Principal office address)

4631 Johnson Rd. Suite 6, Coconut creek, FL 33073
(Current mailing address)

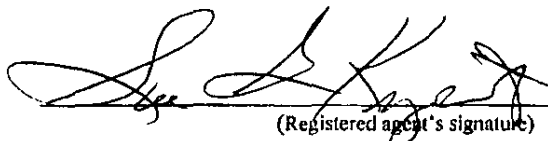
8. Software sales and development.
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: Corporation Service Company
Office Address: 1201 Hays Street
Tallahassee, Florida 32301
(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.


(Registered agent's signature)

Sue G. Knight
President

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: Douglas McNary

Address: SmartBear Software Inc.

100 Cummings Center, Suite 234-N, Beverly, MA 01915

Vice Chairman: _____

Address: _____

Director: Shawn Garrett

Address: SmartBear Software Inc.

100 Cummings Center, Suite 234-N, Beverly, MA 01915

Director: _____

Address: _____

B. OFFICERS

President: Douglas McNary

Address: SmartBear Software Inc.

100 Cummings Center, Suite 234-N, Beverly, MA 01915

Vice President: Shawn Garrett

Address: SmartBear Software Inc.

100 Cummings Center, Suite 234-N, Beverly, MA 01915

Secretary: Shawn Garrett

Address: SmartBear Software Inc. 100 Cummings Center, Suite 234-N, Beverly, MA 01915

Treasurer: Shawn Garrett

Address: SmartBear Software Inc. 100 Cummings Center, Suite 234-N, Beverly, MA 01915

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 

Signature of Director or Officer

The officer or director signing this document (and who is listed in number 12 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

14. Richard J. Kearney Asst. Treasurer.

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

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Addendum

**Application By Foreign Corporation For Authorization To transact Business In
Florida**

SmartBear Software Inc.
94-3340607

B. Officers

Additional Officers:

Assistant Treasurer: Richard Kearney
SmartBear Software Inc.
100 Cummings Center, Suite 234-N
Beverly, MA 01915

Assistant Treasurer: Michael Manix
SmartBear Software Inc.
100 Cummings Center, Suite 234-N
Beverly, MA 01915

Delaware

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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT "SMARTBEAR 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-THIRD DAY OF APRIL, A.D. 2007, AT 4:33 O'CLOCK P.M.

CERTIFICATE OF MERGER, CHANGING ITS NAME FROM "AQA REINCORPORATION SUB, INC." TO "AUTOMATED QA CORPORATION", FILED THE TWELFTH DAY OF JUNE, A.D. 2007, AT 5:22 O'CLOCK P.M.

RESTATED CERTIFICATE, FILED THE FIFTEENTH DAY OF JUNE, A.D. 2007, AT 8:25 O'CLOCK A.M.

CERTIFICATE OF CHANGE OF REGISTERED AGENT, FILED THE TWENTY-FOURTH DAY OF MARCH, A.D. 2008, AT 1:42 O'CLOCK P.M.

CERTIFICATE OF OWNERSHIP, CHANGING ITS NAME FROM "AUTOMATED QA CORPORATION" TO "SMART BEAR SOFTWARE INC.", FILED THE THIRTIETH DAY OF DECEMBER, A.D. 2010, AT 6:49 O'CLOCK P.M.

CERTIFICATE OF CORRECTION, CHANGING ITS NAME FROM "SMART

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 0960530

DATE: 12-09-13