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ANNE M. LONSBURY
11/13/1987

March 8, 1996

VIA FEDERAL EXPRESS

Florida Division of Corporations
Department of State
409 East Gaines Street
Tallahassee, FL 32399

Re: Secure Computing Corporation

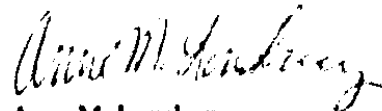
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Dear Sir/Madam:

Enclosed herewith for filing is an Application for Foreign Corporation for Authorization to Transact Business in Florida for Secure Computing Corporation, along with a Certificate of Good Standing. Also enclosed is a check in the amount of \$122.50 in payment of your filing fees and a certified copy of the application.

The certified copy of the Foreign Corporation Certificate as filed for record should be sent to the attention of the undersigned. Please call me at (800)328-4393, ext. 3547 if you have any questions. Thank you for your attention to this request.

Very truly yours,



Anne M. Lonsbury
Legal Assistant

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RECEIVED
FLORIDA DIVISION OF STATE
CORPORATIONS

Enclosures

cc: Kermit M. Beseke (w/o encl.)
Dean W. Nordahl (w/o encl.)
Steven M. Maurer (w/o encl.)
Greg R. Smith (w/o encl.)
James E. Nicholson (w/o encl.)
Mark A. Sides (w/o encl.)

MI-0112548.01

**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. Secure Computing Corporation
(Name of corporation; the word "INCORPORATED," "COMPANY," or "CORPORATION" or words or abbreviations of like import in language, as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Delaware
(State or country under the law of which it is incorporated)
3. September 5, 1999 4. perpetual
(Date of Incorporation) (Duration)
5. 52-1637226
(Federal Employer Identification number, if applicable)
6. January 2, 1996
(Date first transacted business in Florida. See sections 607.1501, 607.1502, and 817.155, F.S.)
7. 2675 Long Lake Road, Roseville, MN 55113
(Current mailing address)
Applicant maintains a regional sales office with one employee, from which Applicant sells its software and computer products.
8. _____
(Brief description of the nature of the business in which it is engaged in the state of Florida)
9. Names and addresses of officers and or directors: See attached list

A. Directors:

Chairman: _____
Address: _____

Vice Chairman: _____
Address: _____

Director: _____
Address: _____

Director: _____
Address: _____

9. Officers:

President: _____

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

(If needed, you may attach an addendum to the application listing additional officers and/or directors.)

10. Name and Street address of Florida registered agent:

Name: CT Corporation System

Office Address: 1200 South Pine Island Road

Plantation

, Florida

33324

Zip Code

11. 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: _____

12. 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.

13. _____
(Signature of Chairman, Vice Chairman, or any officer listed in number 9 of the application)

14. James E. Nicholson, Secretary

(Name and capacity of person signing application)

9 Names and addresses of officers and of directors

<u>TITLE</u>	<u>NAME</u>	<u>RESIDENTIAL ADDRESS</u>
President & CEO	Kermit M. Bescke	8040 Denmontresville Court, Lake Elmo, MN 55047
Vice President of Marketing	Craig M. Alessio	1489 Central Avenue, Woodbury, MN 55129
Vice President of Sales	Joe R. Anzures	2859 Lexington Avenue, Apt. F, Roseville, MN 55113
Vice President and Manager of Research	Dr. J. Thomas Haigh	4948 Aldrich Avenue South, Minneapolis, MN 55409
Vice President of Engineering	Gene C. Leonard	7832 Dupont Avenue North, Brooklyn Park, MN 55430
Treasurer & CFO	Denn W. Nordahl	904 Meadow Avenue, Shoreview, MN 55125
Secretary	James E. Nicholson	7506 Hyde Park Drive, Edina, MN 55439
Assistant Secretary	Steven M. Maurer	6092 Keene Road, Minnetonka, MN 55344
Board of Directors	Kermit M. Bescke	8040 Denmontresville Court, Lake Elmo, MN 55047
	Stephen M. Purcelli	18 Dove Drive, Ilion, NY 14850
	Dennis M. Shaughnessy	2514 Stone Mill Road, Baltimore, MD 21208
	Gordon E. Knudwig	6920 Lakota Trail, Edina, MN 55435
	Timothy H. Hanson	1767 Trail Road, Mendota Heights, MN 55118

ME 010654 01

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SECURE CONSULTING CORPORATION" 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 SEVENTH DAY OF MARCH, A.D. 1966.

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

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

RECEIVED
MAR 12 1966
1:11 PM
SECRETARY OF STATE



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION

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DATE

03-07-66