

F-96000002607

OAK TECHNOLOGY,

May 13, 1996

Florida Department of State
Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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-05/24/96--01010--012
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Dear Sir/Madam,

Enclosed please find a completed Application by Foreign Corporation For Authorization to Transact Business in Florida. Also enclosed is a check to cover the costs of:

Registration Fee	\$70.00
Cert. of Status	8.75
Certification fee	\$2.50
Total	\$131.25

I have also provided a recent Form 10K for additional information on Oak Technology and its officers and directors. In addition we enclose a statement from the Secretary of State of Delaware attesting to Oak's existence and good standing.

Please send the documents to the attention of our Florida agent.

Mr. Weldon Adair
4730 NW Boca Raton Blvd.
Suite 100
Boca Raton, Florida 33431

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

If you have any questions regarding this matter please do not hesitate to contact Mr. Adair at (407) 995-8880 ext. 17 or myself at the number below.

Very truly yours,



Sidney S. Faulkner
Vice President and Chief Financial Officer

/enclosures

**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. Oak Technology, Inc.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "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. 77-0161486
(FBI number, if applicable)
4. 10/12/94
(Date of Incorporation)
5. N/A
(Duration: Year corp. will cease to exist or "perpetual")
6. Jan 5, 1996
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. 139 Kifer Ct.
Sunnyvale, CA 94086
(Current mailing address)
8. Software Development
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. **Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)**

Name: Weldon B. Adair

Office Address: 4730 NW Boca Raton Blvd., Suite 100

Boca Raton, Florida, 33431
(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.

Weldon B. Adair, Jr.
(Registered agent's signature)

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 addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: David D. Tisany
Address: 139 Kiefer Ct.
Sunnyvale, CA 94086

Vice Chairman: N/A
Address: N/A

Director: Richard Black
Address: 139 Kiefer Ct.
Sunnyvale, CA 94086

Director: Tim Tomlinson
Address: 200 Page Mill Rd, Z/F
Palo Alto, CA 94306

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: Same as Chairman Above
Address: _____

Vice President: Donald R. Bryson
no Director
Address: 139 Kiefer Ct.
Sunnyvale, CA 94086

Secretary: Sidney S. Faulkner
+ CFO
Address: 3864 Via Milano

Treasurer: N/A
Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors. see attached 10K

13. [Signature]
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

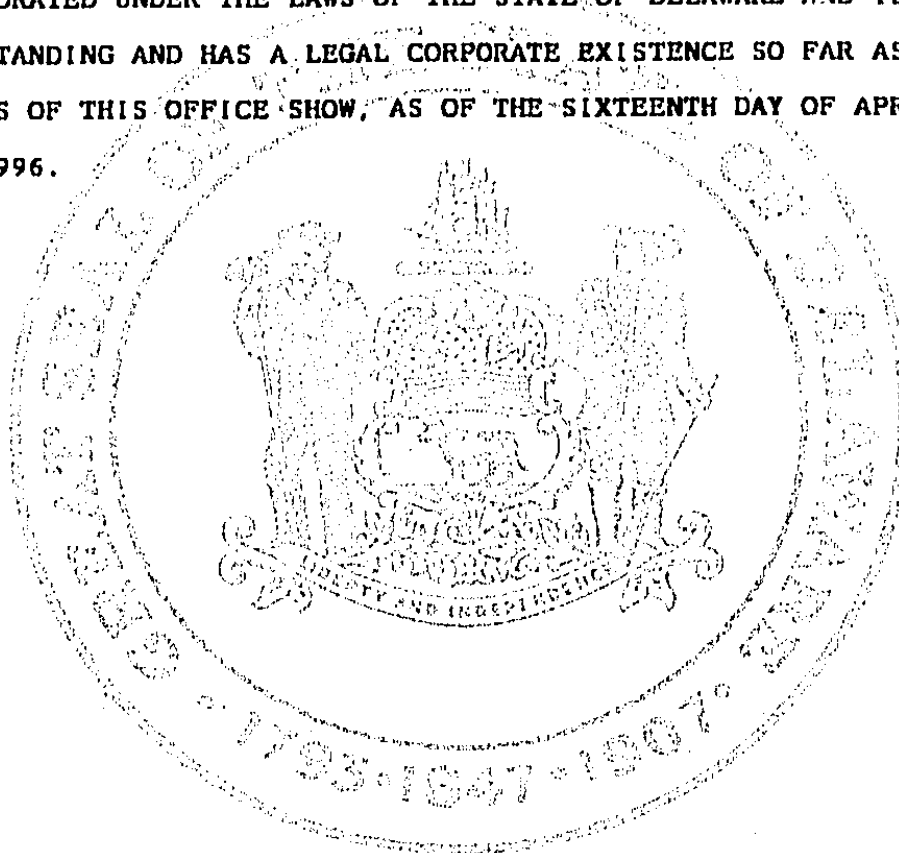
14. Sidney Faulkner, VP, CFO, Secretary
(Typed or printed name and capacity of person signing application)

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State of Delaware
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "OAK TECHNOLOGY, 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 SIXTEENTH DAY OF APRIL, A.D. 1996.



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Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION: 7908617

DATE: 04-16-96