

Document Number Only

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C T CORPORATION SYSTEM

660 East Jefferson Street

Requestor's Name

Tallahassee, Florida 32301

Address

(850) 222-1092

City State Zip Phone

CORPORATION(S) NAME

100002960491--4

-08/16/99--01062--016

*****70.00 *****70.00

Daleen Technologies, Inc

- ☒ Profit
☐ NonProfit
☐ Limited Liability Company
☒ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Limited Liability Partnership
☐ Certified Copy
☐ Call When Ready
☒ Walk In
☐ Mail Out
- ☐ Amendment
☐ Dissolution/Withdrawal
☐ Annual Report
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☐ Will Wait
- ☐ Merge
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☐ Other
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Thanks, Melanie

AUG 16
Today Please

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After Merges!

b/c
8/16/99

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:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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1. Daleen Technologies, 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. Applied For

(FEI number, if applicable)

4. August 12, 1999

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification

(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))

7. 902 Clint Moore Road, Suite 230, Boca Raton, Florida 33487

(Current mailing address)

8. See attached purpose clause

(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:

Name: C T Corporation System

Office Address: c/o C T Corporation System, 1200 South Pine Island Road

Plantation, Florida, 33324

(Zip Code)

10. Registered agent 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 obligation of my position as registered agent.

C T Corporation System

Connie Bryan

(Registered agent's signature) (Officer)

CONNIE BRYAN

SPECIAL 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.

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

A. DIRECTORS

Chairman: James Daleen

Address: 902 Clint Moore Road, Suite 230

Boca Raton, Florida 33487

Vice Chairman: _____

Address: _____

Director: see attached list of directors

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: see attached list of officers

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

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CORPORATIONS

Treasurer: _____

Address: _____

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

13. _____

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

14. Stephen M. Wagman, Executive Vice President

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

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Appendix to Florida
Application by Fgn. Corp. for Authorization to Transact Business in Florida

**Directors of
Daleen Technologies, Inc.**

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1. James Daleen
902 Clint Moore Road, Suite 230
Boca Raton, Florida 33487
2. David B. Corey
902 Clint Moore Road, Suite 230
Boca Raton, Florida 33487
3. Richard A. Schell
902 Clint Moore Road, Suite 230
Boca Raton, Florida 33487
4. Paul G. Cataford
200 Bay Street, South Tower, Suite 3120
Toronto, Ontario, Canada M5J 2J2
5. Daniel Foreman
208 So. LaSalle Street, 10th Floor
Chicago, Illinois 60604
6. Stephen J. Getsy
6000-A Sawgrass Village Circle, Suite 3
Ponte Vedra, Florida 32082
7. Ofer Nemirovsky
One Financial Center, 44th Floor
Boston, Massachusetts 02111
8. William A. Roper, Jr.
1241 Cave Street
La Jolla, California 92037
9. Neil E. Cox
Two MidAmerica Plaza, Suite 200
Oakbrook Terrace, Illinois 60181

Appendix to Florida
Application by Fgn. Corp. for Authorization to Transact Business in Florida

**Officers of
Daleen Technologies, Inc.**

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DIVISION OF CORPORATIONS
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1. James Daleen, Chief Executive Officer
902 Clint Moore Road, Suite 230
Boca Raton, Florida 33487
2. David B. Corey, President and Chief Operating Officer
902 Clint Moore Road, Suite 230
Boca Raton, Florida 33487
3. Richard A. Schell, Chief Financial Officer and Treasurer
902 Clint Moore Road, Suite 230
Boca Raton, Florida 33487
4. Stepehn M. Wagman, Executive Vice President and Secretary
902 Clint Moore Road, Suite 230
Boca Raton, Florida 33487

Appendix to Florida
Application by Fgn. Corp. for Authorization to Transact Business in Florida

**Purpose Clause of
Daleen Technologies, Inc.**

Provide next-generation billing and customer care software that can serve as the core of an enterprise solution for integrated communication providers

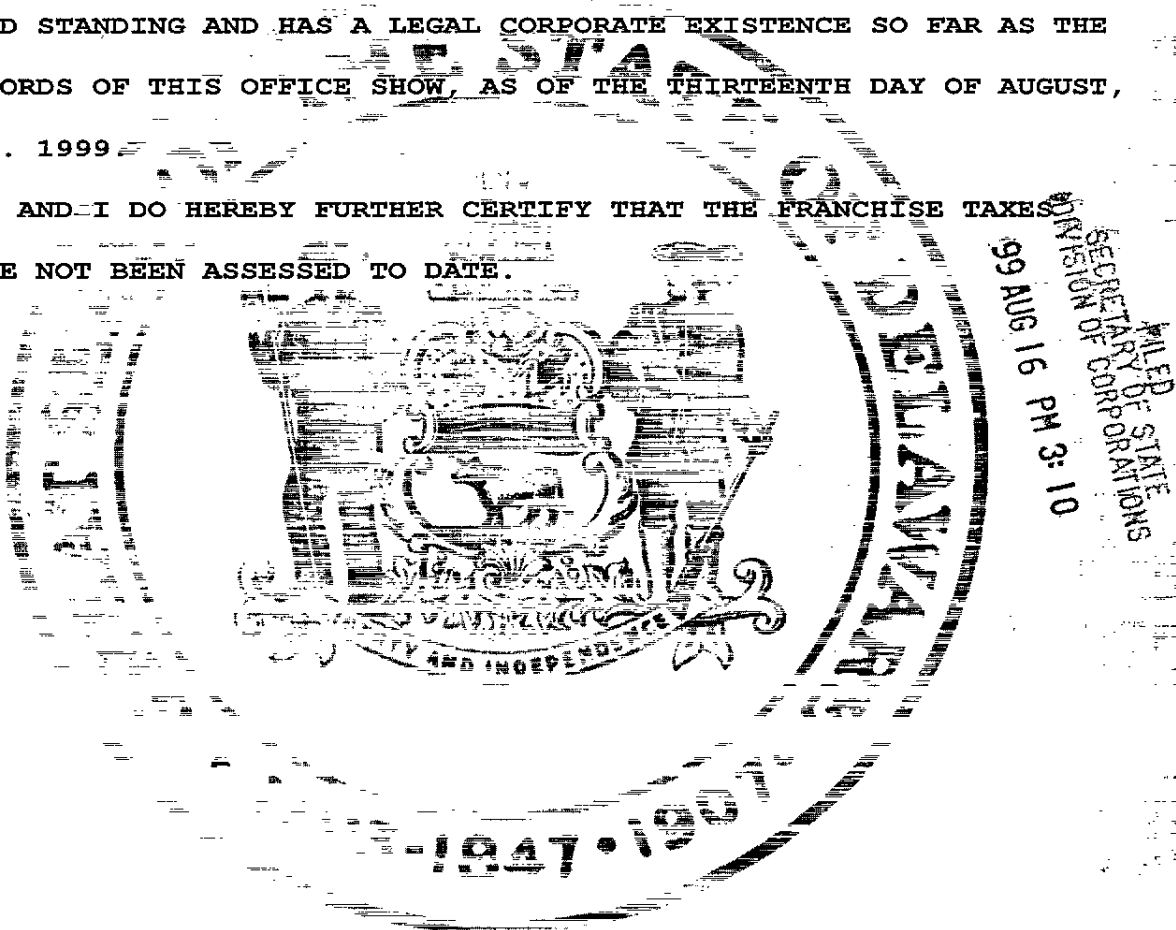
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State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF
DELAWARE, DO HEREBY CERTIFY "DALEEN TECHNOLOGIES, 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 THIRTEENTH DAY OF AUGUST,
A.D. 1999

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES
HAVE NOT BEEN ASSESSED TO DATE.



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 AUG 16 PM 3:10



Edward J. Freel
Edward J. Freel, Secretary of State

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AUTHENTICATION:

9920598

DATE:

08-13-99