



THE UNITED STATES
CORPORATION
COMPANY

F99000005874

ACCOUNT NO. : 072100000032

REFERENCE : 472745 7194260

AUTHORIZATION :

COST LIMIT : \$ 78.75

Patricia Pizot

ORDER DATE : November 8, 1999

ORDER TIME : 2:51 PM

ORDER NO. : 472745-005

600003043476--9

CUSTOMER NO: 7194260

CUSTOMER: Ms. Cecilia M. Davenport
Opensite Technologies, Inc.
2800 Meridian Parkway
Vp, Business & Legal Affairs
Durham, NC 27713

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
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FOREIGN FILINGS

NAME: OPENSITE TECHNOLOGIES, INC.

7

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

RECEIVED
99 NOV 12 PM 4:41
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

CONTACT PERSON: Janna Wilson

MC 11/12/99

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: OpenSite Technologies, Inc.
(Name of corporation - must include suffix)

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Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Cecilia M. Davenport (Manager, Business & Legal Affairs)
(Name of Person)

OpenSite Technologies, Inc.
(Firm/Company)

2800 Meridian Parkway
(Address)

Durham, North Carolina 27713
(City/State/Zip)

Should you need to call someone concerning this matter, please call:

Cecilia Davenport at (919) 287-0315
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

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

Enclosed is a check for the following amount:

- ☐ \$70.00 Filing Fee ☒ \$78.75 Filing Fee & Certificate of Status ☐ \$78.75 Filing Fee & Certified Copy ☐ \$87.50 Filing Fee, Certificate of Status & Certified Copy

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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. OpenSite 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. 56-1990869
(FEI number, if applicable)
4. December 16, 1997
(Date of incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. November 8, 1999
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 2800 Meridian Parkway
Durham, NC 27713
(Current mailing address)
8. To engage in any lawful activity for which corporations may be organized.
(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 or Mail Drop Box NOT acceptable)**
Name: Corporation Service Company
Office Address: 1201 Hays Street
Tallahassee, Florida, 32301
(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.
Laura R. Dwyer
(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.
12. Names and addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable)

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

Chairman: **please note the attached list of Directors

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: **please note the attached list of Officers

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

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. _____

Kip Frey, President and CEO

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

OpenSite Technologies, Inc.
Board of Directors

(Please note that Board Members do not have individual titles/positions)

Kip Frey

OpenSite Technologies, Inc.
2800 Meridian Parkway
Durham, NC 27713

Mark Jauquet

OpenSite Technologies, Inc.
55A Groton Drive
Amherst, NY 14228

Alan Taetle

Noro - Moseley Partners
4200 North Side Parkway
Building 9
Atlanta, GA 30327

Mitch Mumma

InterSouth
1 Copley Drive
Morrisville, NC 27560

Ross Kenzie

Office (Preferred Mailing):
369 Franklin Street - Suite 100
Buffalo, NY 14202

Justin Hall-Tipping

SG Capital Partners LLC
1221 Avenue of the Americas
13th floor
NY City, NY 10020

Roger Hurwitz

GE Captial - Equity Capital Group
120 Long Ridge Road
Stamford, CT 06927

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**OPENSITE TECHNOLOGIES, INC.
OFFICERS**

Kip a. Frey
President and Chief Executive Officer
2800 Meridian Parkway
Durham, NC 27713

Douglas B. Kubel
Senior Vice President, Technology
2800 Meridian Parkway
Durham, NC 27713

Timothy K. Oakley
**Senior Vice President and Chief
Financial Officer**
2800 Meridian Parkway
Durham, NC 27713

Roger R. Edgar
**Vice President Corporate
Development and Strategy**
2800 Meridian Parkway
Durham, NC 27713

James R. Ford
**Vice President of Finance and Chief
Operations**
2800 Meridian Parkway
Durham, NC 27713

Thomas F. Hanlon, III
**Vice President, Sales and Business
Development**
2800 Meridian Parkway
Durham, NC 27713

Grace Ueng Trombetta
Vice President Marketing
2800 Meridian Parkway
Durham, NC 27713

Richard E. Widin
**Vice President Business and Legal
Affairs**
2800 Meridian Parkway
Durham, NC 27713

Mark Jauquet
Chief Scientist and Co-Founder
55A Groton Drive
Amherst, NY 14228

Michael Brader-Araje
Founder
2800 Meridian Parkway
Durham, NC 27713

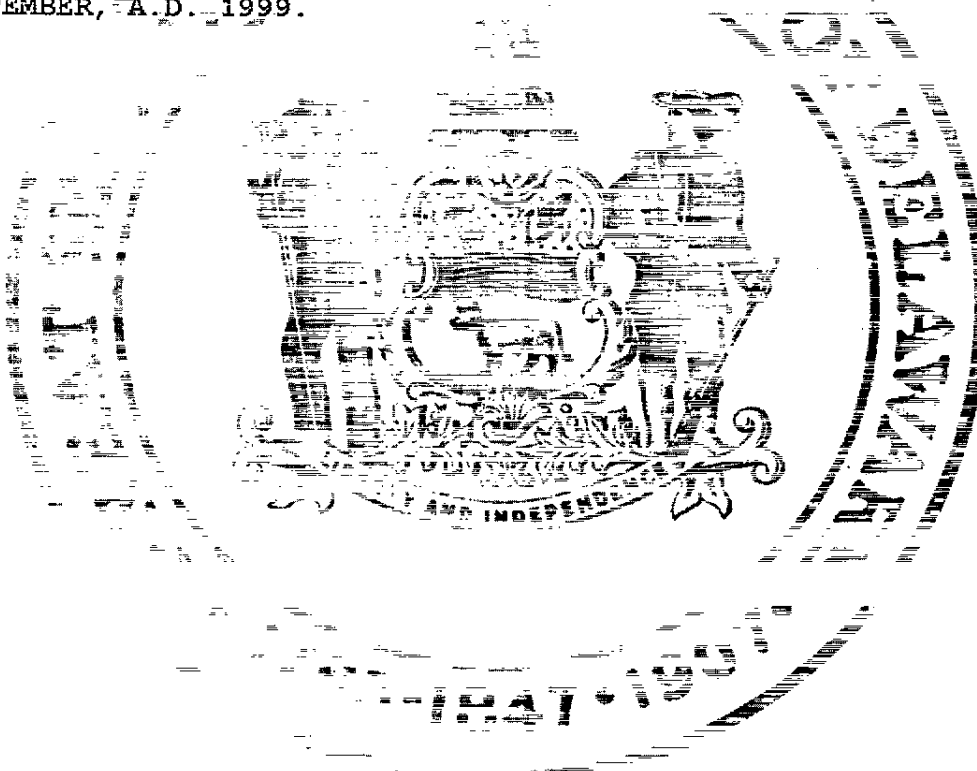
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State of Delaware
Office of the Secretary of State

PAGE 1

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "OPENSITE 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 TWENTY-THIRD DAY OF SEPTEMBER, A.D. 1999.



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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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Edward J. Freel
Edward J. Freel, Secretary of State

AUTHENTICATION: 9986051

DATE: 09-23-99

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