



THE UNITED STATES  
CORPORATION  
COMPANY

# F99000006119

ACCOUNT NO. : 072100000032

REFERENCE : 491695 4328311

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : November 23, 1999

ORDER TIME : 9:57 AM

ORDER NO. : 491695-005

CUSTOMER NO: 4328311

CUSTOMER: Ms. Samantha E. Spring  
Cooley Godward LLP  
Five Palo Alto Square  
3000 El Camino Real  
Palo Alto, CA 94306-2155

800003054918--4  
-11/29/99--01052--025  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

FOREIGN FILINGS

NAME: BLUE MARTINI 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: Janine Lazzarini

BK 11/29/99

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99 NOV 29 AM 10:47  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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## TRANSMITTAL LETTER

To: Qualification/Tax Lien Section  
Division of Corporations

SUBJECT: Blue Martini Software, Inc.  
(Name of corporation - must include suffix)

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DIVISION OF CORPORATIONS  
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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:

Monte Zweben

(Name of Person)

Blue Martini Software, Inc.

(Firm/Company)

2600 Campus Drive

(Address)

San Mateo, CA 94403

(City/State/Zip)

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

Diane Lee

(Name of Person)

at ( 650 ) 356-4000

(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

**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.

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1. Blue Martini Software, 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. 94-3303721

(FEI number, if applicable)

4. 01-12-99

(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. 2600 Campus Drive

San Mateo, CA 94403

(Current mailing address)

8. Provide e-merchandising software for retailers + manufacturers who market  
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida) directly on the internet.

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.*

[Signature]  
(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)

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

Chairman: \_\_\_\_\_

*See attached rider*

Address: \_\_\_\_\_  
\_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

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

President: \_\_\_\_\_

*See attached rider*

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. \_\_\_\_\_

*Monte Zweben*

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

14. \_\_\_\_\_

*Monte Zweben*

, President

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

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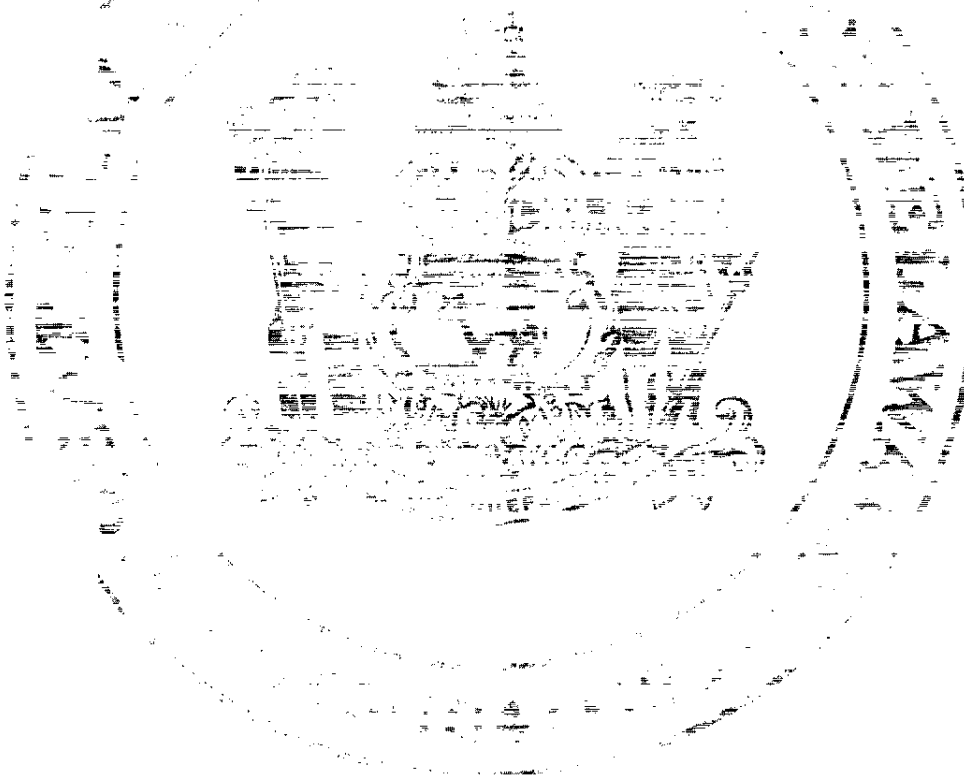
**Blue Martini Software, Inc.**  
**List of Officers & Board of Directors**

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	Residence Address	Business Address
<b>Officers:</b>		
Monte Zweben CEO,CFO & President	3701 21 <sup>st</sup> Street San Francisco, CA 94141	
<b>Directors:</b>		
Monte Zweben CEO,CFO & President	3701 21 <sup>st</sup> Street San Francisco, CA 94141	Blue Martini Software, Inc. 2600 Campus Drive San Mateo, CA 94403
Eric Jensen		Cooley Godward LLP 975 Page Mill Road Palo Alto, CA 94036
James C. Gaither		Cooley Godward LLP One Maritime Plaza 20 <sup>th</sup> Floor San Francisco, CA 94111
Thomas M. Siebel		Siebel Systems,.L.P. 1855 South Grant Street San Mateo, CA 94402
Michael Spence	768 Mayfield Ave. Stanford, CA 94305	Stanford University 518 Memorial Way Stanford, CA 94305-5015
Andrew Verhalen		Matrix Partners 2500 Sand Hill Road #113 Menlo Park, CA 94025
William F. Zuendt	31 Manzanita Place Mill Valley, CA 94941-1018	

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BLUE MARTINI SOFTWARE, 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-FOURTH DAY OF NOVEMBER, A.D. 1999.



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SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
96 NOV 29 AM 11:42



*Edward J. Freel*

Edward J. Freel, Secretary of State

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AUTHENTICATION:

0102487

DATE:

11-24-99