

Document Number

F99000006200

C T Corporation System

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 (850) 222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

400003057814--6
-12/01/99--01042--019
*****70.00 *****70.00
400003057814--6
-12/01/99--01042--020
*****8.75 *****8.75

Va Linux Systems, Inc.

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☒ Profit

☐ NonProfit

☐ Limited Liability Company

☒ Foreign

☐ Amendment

☐ Merger

☐ Dissolution/Withdrawal

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Reservation

☐ Change of R.A.

☐ Fictitious Name

☐ Certified Copy

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☒ XEROX /

☐ Call When Ready

☐ Call if Problem

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TALLAHASSEE, FLORIDA

12/1/99

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:

1. VA Linux Systems, 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. 77-0399299

(FEI number, if applicable)

4. September 21, 1999

(Date of incorporation)

5. Perpetual

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

6. September 21, 1999

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

7. 1380 Bordeaux Drive, Sunnyvale, California 94089

(Current mailing address)

8. Developer of Linux Systems

(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.

Naseem A. Conde
C T Corporation System

(Registered agent's signature) (Officer)

NASEEM A. CONDE
SPECIAL ASST. 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: Larry M. Augustin

Address: 1380 Bordeaux Drive
Sunnyvale, California 94089

Vice Chairman: Douglas Leone

Address: 3000 Sand Hill Road, Bldg. 4, Suite 280
Menlo Park, California 94025

Director: See attached list of directors

Address: _____

Director: _____

Address: _____

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B. OFFICERS

President: See 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. *Paul Morz*

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

14. Judith M. O'Brien, Secretary

(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
VA Linux Systems, Inc.**

1. Larry M. Augustin
1380 Bordeaux Drive
Sunnyvale, California 94089
2. Jeff Allen
2770 San Tomas
Santa Clara, California 94089
3. Carol Bartz
20400 Stevens Creek Blvd., Suite 600
Cupertino, California 95014
4. Douglas Leone
3000 Sand Hill Road, Bldg. 4, Suite 280
Menlo Park, California 94025
5. Eric Raymond
1380 Bordeaux Drive
Sunnyvale, California 94089
6. Carl Redfield
1669 Cowper Street
Palo Alto, California 94301

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

**Officers of
VA Linux Systems, Inc.**

1. Larry M. Augustin, President and Chief Executive Officer
1380 Bordeaux Drive
Sunnyvale, California 94089
2. Todd Schull, Vice President and Chief Financial Officer
1380 Bordeaux Drive
Sunnyvale, California 94089
3. Brian Biles, Vice President, Marketing
1380 Bordeaux Drive
Sunnyvale, California 94089
4. Gregory Chabrier, Vice President, Sales
1380 Bordeaux Drive
Sunnyvale, California 94089
5. John Thomas Hall, Vice President, Business Development
1380 Bordeaux Drive
Sunnyvale, California 94089
6. Daniel Shore, Vice President, Operations
1380 Bordeaux Drive
Sunnyvale, California 94089
7. Gregg E. Zehr, Vice President, Engineering
1380 Bordeaux Drive
Sunnyvale, California 94089
8. Leonard Zubkoff, Vice President, Chief Technical Officer
1380 Bordeaux Drive
Sunnyvale, California 94089
9. Judith M. O'Brien, Secretary
650 Page Mill Road
Palo Alto, California 94304
10. Robert Russo, Senior Vice President, Worldwide Field Operations
1380 Bordeaux Drive
Sunnyvale, California 94089

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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 "VA LINUX SYSTEMS, 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-NINTH DAY OF NOVEMBER, A.D. 1999.

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

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Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION:

0104229

DATE:

11-29-99