



M97000000806

November 19, 1997

via Federal Express

FILED
97 DEC -3 PM 3:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, Florida 32399

200002355502--0
-11/24/97--01110--001
****140.00 ****140.00

Re: iMANAGE Technologies Group, LLC
Certificate of Authority for limited liability company

Dear Sir/Madam:

CM

Enclosed please find the following forms to be filed on behalf of the above-referenced entity for authorization and registration of a foreign limited liability company to transact business in Florida:

- (1) Application by foreign LLC
- (2) Certificate of Existence
- (3) Affidavit of Membership and Contributions
- (4) Designation of Registered Agent

~~\$285.00 - PP~~
200002355502--0
-12/10/97--01013--021
****145.00 ****145.00

Also enclosed is our check in the amount of \$140.00 as payment of the requisite filing fees and a pre-addressed federal express label for the return of the Letter of Acknowledgment subsequent to registration.

Thank you for your assistance with regard to this matter. Should you have any questions or need additional information, please contact me at 1/800/955-0876.

Respectfully,

iMANAGE Technologies Group, LLC

J. Patrick McMullen, Chief Manager

Enclosures

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT
BUSINESS IN THE STATE OF FLORIDA:*

1. iMANAGE Technologies Group, LLC
(Name of foreign limited liability company must end with the words "limited company" or their abbreviation "L.C." if not so contained in the name at present.)
2. Tennessee 3. 62-1688381
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
4. April 24, 1997 5. 2027
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")
6. December 1, 1997
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.555, F.S.))
7. 6621 Wilbanks Road
Knoxville, TN 37912
(Street address of principal office)

8. List name, title, and business address of each managing member[MGRM] or manager[MGR] who will manage the foreign limited liability company in Florida: (attach additional page if necessary)

NAME & ADDRESS:	TITLE:	NAME & ADDRESS:	TITLE:
<u>J. Patrick McMullen</u> <u>6621 Wilbanks Road</u> <u>Knoxville, TN 37912</u>	<u>Chief Manager</u>	_____	_____
<u>William T. Phillips, Jr.</u> <u>6621 Wilbanks Road</u> <u>Knoxville, TN 37912</u>	<u>Secretary</u> <u>Manager</u>	_____	_____
<u>Iesa P. McCulley</u> <u>Suite 18, 120 S. Peters Rd.</u> <u>Knoxville, TN 37923</u>	 <u>Manager</u>	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

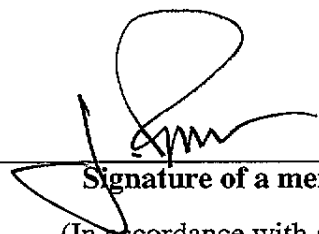
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**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN
LIMITED LIABILITY COMPANY**

The undersigned member or authorized representative of a member of iMANAGE Technologies Group, LLC
deposes and says:

- 1) the above named limited liability company has at least two members.
- 2) the total amount of cash contributed by the member(s) is \$ 5,000.00
- 3) if any, the agreed value of property other than cash contributed by member(s) is
\$ _____. A description of the property is attached and made a part hereto.
- 4) the total amount of cash or property anticipated to be contributed by member(s) is
\$ 5,000.00 . This total includes amounts from 2 and 3 above.

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TALLAHASSEE, FLORIDA



J. Patrick McMullen, Chief Manager

Signature of a member or authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is:

iMANAGE Technologies Group, LLC

2. The name and address of the registered agent and office is:

Dorinda A. Futch

(Name)

8940 Gall Boulevard

(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Zephyrhills, Florida 33541

(City/State/Zip)

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Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dorinda A. Futch

(Signature)

11/19/97

(Date)

Filing Fee: \$ 35 for Designation of Registered Agent

Secretary of State

Corporations Section

James K. Polk Building, Suite 1800

Nashville, Tennessee 37243-0306

ISSUANCE DATE: 11/18/1997
REQUEST NUMBER: 3412-0540
TELEPHONE CONTACT: (615) 741-6488

CHARTER/QUALIFICATION DATE: 04/24/1997
STATUS: ACTIVE
CORPORATE EXPIRATION DATE: PERPETUAL
CONTROL NUMBER: 0329536
JURISDICTION: TENNESSEE

TO:
IMANAGE TECHNOLOGIES GROUP LLC
AT: J. P. MCMULLEN
6621 WILBANKS RD
KNOXVILLE, TN 37912

REQUESTED BY:
IMANAGE TECHNOLOGIES GROUP LLC
AT: J. P. MCMULLEN
6621 WILBANKS RD
KNOXVILLE, TN 37912

CERTIFICATE OF EXISTENCE

I, RILEY C DARNELL, SECRETARY OF STATE OF THE STATE OF TENNESSEE DO HEREBY CERTIFY THAT

"IMANAGE TECHNOLOGIES GROUP, LLC"

A LIMITED LIABILITY COMPANY DULY FORMED UNDER THE LAW OF THIS STATE WITH DATE OF
FORMATION AND DURATION AS GIVEN ABOVE;
THAT ALL FEES, TAXES, AND PENALTIES OWED TO THIS STATE WHICH AFFECT THE
EXISTENCE OF THE LIMITED LIABILITY COMPANY HAVE BEEN PAID;
THAT ARTICLES OF DISSOLUTION HAVE NOT BEEN FILED; AND
THAT ARTICLES OF TERMINATION OF THE EXISTENCE HAVE NOT BEEN FILED.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FOR: REQUEST FOR CERTIFICATE

ON DATE: 11/18/97

FROM:
IMANAGE TECHNOLOGIES GROUP, LLC
6621 WILBANKS ROAD
KNOXVILLE, TN 37912-0000

RECEIVED: FEES \$10.00 \$0.00
TOTAL PAYMENT RECEIVED: \$10.00

RECEIPT NUMBER: 00002206456
ACCOUNT NUMBER: 00261642

Riley C Darnell

RILEY C. DARNELL
SECRETARY OF STATE

