

F98000003617

Document Number Only

CT Corporation System

Requestor's Name  
660 East Jefferson Street

Address  
Tallahassee, FL 32310 222-1092

City State Zip Phone

**CORPORATION(S) NAME**

100002571211--7  
-06/24/98--01061--020  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Adapttec, Inc.

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> NonProfit	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Limited Liability Company
<input checked="" type="checkbox"/> Foreign	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Name Registration	<input type="checkbox"/> Change of R.A.
<input type="checkbox"/> Reinstatement	<input type="checkbox"/> UCC-1 Financing Statement	<input type="checkbox"/> UCC-3 Filing
<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> Photo Copies	<input type="checkbox"/> CUS
<input type="checkbox"/> Certified Copy	<input checked="" type="checkbox"/> Call if Problem	<input type="checkbox"/> After 4:30
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input checked="" type="checkbox"/> Walk In		
<input type="checkbox"/> Mail Out		

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 TALLAHASSEE FLORIDA  
 SECRETARY OF STATE  
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**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION  
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. Adapteq, 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. 94-2748530  
(FEI number, if applicable)

4. November 19, 1997  
(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. 691 S. Milpitas Blvd., M/S 125, Milpitas, California 95035  
(Current mailing address)

8. Development, manufacturing and sale of computer equipment.  
(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

(Type Name and Title of Officer)

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

Chairman: See attached list of directors

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

Vice Chairman: See attached list of directors

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

Director: See attached list of directors

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

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

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

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

President: See attached list of officers

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

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

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

Secretary: \_\_\_\_\_

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

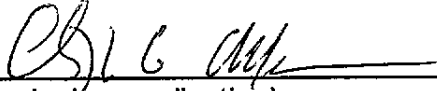
Treasurer: \_\_\_\_\_

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

\_\_\_\_\_

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

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

14. Christopher G. O'Meara, V.P./Treasurer   
(Typed or printed name and capacity of person signing application)

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**Adaptec, Inc.  
Additional List of Officers & Directors  
April 1998**

<u>NAME/DOB</u>	<u>OFFICE HELD</u>	<u>OFFICE ADDRESS</u>	<u>HOME ADDRESS</u>
F. Grant Saviers	Chairman, President & CEO Director	Adaptec, Inc. 691 S. Milpitas Blvd. Milpitas, CA 95035	3050 Three Springs Ct. San Jose, CA 95140-9714
Robert N. Stephens	Chief Operating Officer	Adaptec, Inc. 691 S. Milpitas Blvd. Milpitas, CA 95035	920 Calle Nuevo San Clemente, CA 92673
Richard Clayton	Corp. VP / GM, MCS	Adaptec, Inc. 691 S. Milpitas Blvd. Milpitas, CA 95035	36781 Niles Blvd Fremont, CA 94536
Michael G. Fisher	Corp. VP & GM, PTS	Adaptec, Inc. 691 S. Milpitas Blvd. Milpitas, CA 95035	1152 Carlos Privida Mountain View, CA 94040
Paul G. Hansen	Chief Financial Officer Corp VP, Finance Asst. Secretary	Adaptec, Inc. 691 S. Milpitas Blvd. Milpitas, CA 95035	<b>Mailing Address (PO Box):</b> 142 N. Milpitas Blvd #308 Milpitas, CA 95035

15 Twelve Oaks Drive  
Pleasanton, CA 94588  
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<u>NAME/DOB</u>	<u>OFFICE HELD</u>	<u>OFFICE ADDRESS</u>	<u>HOME ADDRESS</u>
Tim Harris	Corp. VP, Administration	Adaptec, Inc. 691 S. Milpitas Blvd. Milpitas, CA 95035	One Bayview Ave # Seven Los Gatos, CA 95030
Sam Kazarian	Corp. VP, Operations	Adaptec, Inc. 691 S. Milpitas Blvd. Milpitas, CA 95035	2801 Gray Fox Court Pleasanton, CA 94566
Christopher G. O'Meara	Corp. VP & Treasurer	Adaptec, Inc. 691 S. Milpitas Blvd. Milpitas, CA 95035	2364 South Court Palo Alto, CA 94301
Sundi Sundaresh	Corp. VP & GM, PI	Adaptec, Inc. 691 S. Milpitas Blvd. Milpitas, CA 95035	21560 Edward Way Cupertino, CA 95014
Andrew J. Brown	VP, Corporate Controller & Principal Accounting Officer	Adaptec, Inc. 691 S. Milpitas Blvd. Milpitas, CA 95035	4616 Thornhaven Way San Jose, CA 95111
Laurence B. Boucher	Director (6/30)	Alacritech (Temp. Address) 888 No. First St., Ste. 302 San Jose, CA 95112	20605 Montalvo Heights Dr. Saratoga, CA 95070
Carl J. Conti	Director	N/A	47 Bouton Road South Salem, NY 10590
John East	Director	Actel 955 E. Arques Avenue Sunnyvale, CA 94086	12147 Parker Ranch Road Saratoga, CA 95070
Ilene H. Lang	Director (10/97)	N/A	78 Jason Street Arlington, MA 02174

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Arlington, MA 02174

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**NAME/DOB/SS#                      OFFICE HELD                      OFFICE ADDRESS                      HOME ADDRESS**

Robert J. Loarie                      Director                      Morgan Stanley Venture Partners  
3000 Sand Hill Road, Bldg 4 #250  
Menlo Park, CA 94025                      78 Winchester Drive  
Atherton, CA 94025

Henry P. Massey, Jr.                      Corporate Secretary                      Wilson, Sonsini, Goodrich & Rosati  
650 Page Mill Road  
Palo Alto, CA 94304-1050                      12670 Viscairno Court  
Los Altos Hills, CA 94022

B. J. Moore                      Director                      N/A                      15305 Elm Park  
Monte Sereno, CA 95030

W. Ferrell Sanders                      Director                      Asset Management Company  
2275 E. Bayshore Road #150  
Palo Alto, CA 94303                      2365 Waverly Street  
Palo Alto, CA 94301

Phillip E. White                      Director                      N/A                      95 Atherton Ave  
Atherton, CA 94027

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State of Delaware  
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ADAPTEC, 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 NINETEENTH DAY OF JUNE, A.D. 1998.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

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*Edward J. Freel*

Edward J. Freel, Secretary of State

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AUTHENTICATION:

9149607

DATE:

06-19-98