

# F0000000689

Document Number Only

C T CORPORATION SYSTEM

Requestor's Name  
660 East Jefferson Street

Address  
Tallahassee, FL 32301 (850)222-1092  
City State Zip Phone

900003127669--5  
-02/08/00--01034--021  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

CORPORATION(S) NAME

Ganymede Software Inc.

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SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
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CONNIE BRYAN

Handwritten initials and date: *2/8/00*

**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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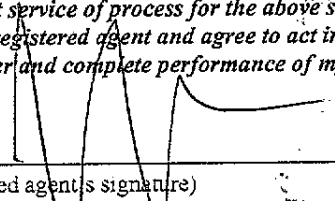
- 1. GANYMEDE SOFTWARE INC.  
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
- 2. Delaware  
(State or country under the law of which it is incorporated)
- 3. 56-1912417  
(FEI number, if applicable)
- 4. 4-3-1995  
(Date of incorporation)
- 5. Perpetual  
(Duration: Year corp. will cease to exist or "perpetual")
- 6. 2-1-2000  
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
- 7. 1100 Perimeter Park Drive, Suite 104  
Morrisville, NC 27560  
(Current mailing address)

8. Sale of network management software  
(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: C T Corporation System  
Office Address: 1200 South Pine Island Road  
Plantation, Florida, 33324  
(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.  
C T Corporation System

  
(Registered agent's signature)

**JENNIFER F AULTMAN  
ASSISTANT 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: (Street address ONLY - P.O. Box NOT acceptable)  
FL019 - 9/2/99 C T System Outline

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

See Attached

Chairman:

Address:

Vice Chairman:

Address:

Director:

Address:

Director:

Address:

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

See Attached

President:

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.

*Timothy S. Dade*

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

14.

Timothy S. Huntley, President

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

**Ganymede Software Inc.**

February 3, 2000

**Board of Directors**

Timothy S. Huntley  
2520 Kenmore Drive  
Raleigh, NC 27608

Steven Joyce  
3700 Duxford Drive  
Raleigh, NC 27614

Jim Furnivall  
Canaan Equity, L.P.  
105 Rowayton Avenue  
Rowayton, CT 06853

O. Gene Gabbard  
102 Marseille Place  
Cary, NC 27511

Drew Graham  
South Atlantic Venture Fund III  
614 West Bay Street  
Tampa, FL 33606-2704

Chris Darby  
Interpath  
1700 Perimeter Park Drive  
Suite 100  
Morrisville, NC 27560

Rob Markovich  
Visual Networks  
2092 Gaither Road  
Rockville, MD 20850

**Officers**

Timothy S. Huntley, President  
2520 Kenmore Drive  
Raleigh, NC 27608

Dennis Phillips, Treasurer  
7117 North Ridge Drive  
Raleigh, NC 27615

John Q. Walker II, Secretary  
140 Apache Drive  
Mountain City, TN 37683

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Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GANYMEDE 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 FOURTH DAY OF FEBRUARY, A.D. 2000.

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.

FILED STATE SECRETARY OF CORPORATIONS  
FEB - 8 PM 1:53



*Edward J. Freel*

Edward J. Freel, Secretary of State

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AUTHENTICATION:

0238846

DATE:

02-04-00