



FOI000003579

ACCOUNT NO. : 072100000032

REFERENCE : 208223 5158660

AUTHORIZATION :

COST LIMIT : \$ 70.00

Patricia Piquit

FILED
01 JUL -5 PM 12:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : July 2, 2001

ORDER TIME : 9:48 AM

ORDER NO. : 208223-025

CUSTOMER NO: 5158660

CUSTOMER: Ms. Simona B. Katcher
Openwave Systems Inc
1400 Seaport Blvd

Redwood City, CA 94063

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
2001 JUL -5 AM 10:35
NOT RETURNED
TO ACKNOWLEDGE
SUFFICIENCY OF FILING

FOREIGN FILINGS

BK

NAME: OPENWAVE SYSTEMS INC.

100004459941--2

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- XX PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder -- EXT# 1118

EXAMINER: _____

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSA
BUSINESS IN FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, 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. OPENWAVE 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 3. 94-3219054
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. December 16, 1994 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

c/o Openwave Systems Inc., 1400 Seaport Boulevard
7. Redwood City, CA 94063
(Principal office address)

(Current mailing address)
Sales solicitation and other services. To engage in any act or activity for which corporations may be organized.

8. _____
(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: Corporation Service Company

Office Address: 1201 Hays Street
Tallahassee, Florida 32301
(City) (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.

Corporation Service Company
By: Carol K Dolor
(Registered agent's signature)
Carol K. Dolor, Assistant Vice President

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 business addresses of officers and/or directors:

A. DIRECTORS

Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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B. OFFICERS

President: See attached officers/directors 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. James F. Engle
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. James F. Engle, Vice President
(Typed or printed name and capacity of person signing application)

Rider A
OPENWAVE SYSTEMS INC.
LIST OF DIRECTORS AND OFFICERS

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 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

DIRECTORS:	ADDRESS:
Roger L. Evans	c/o Greylock Equity Limited Partners 2929 Campus Drive, Suite 400 San Mateo, CA 94403
Donald J. Listwin*	1855 Ocean Way Laguna Beach, CA 92651
John L. MacFarlane*	
Bernard Puckett	
Andrew W. Verhalen	c/o Matrix Partners 2500 Sand Hill Road, Suite 113 Menlo Park, CA 94025
NAME OF OFFICER* :	TITLE:
Donald J. Listwin	President, Chief Executive Officer and Acting Chairman of the Board of Directors
John L. MacFarlane	Executive Vice President, Technical & Product Development
Alan J. Black	Senior Vice President, Corporate Affairs, Chief Financial Officer
Thomas S. Cullen	Senior Vice President, Corporate Development
Richard Wong	Senior Vice President, Marketing
Michael Mulica	Senior Vice President, Worldwide Operations
Steve Peters	Vice President and Secretary
Linda Speer	Corporate Controller
Valdur Koha	Vice President, Corporate Development and Strategy Alliances
Allen Snyder	Vice President, Customer Advocacy
Susan Ellis	Vice President, Human Resources
Kathy Cruz	Chief Information Officer
James F. Engle	VP, Taxation and Treasurer

* Address: c/o Openwave Systems Inc., 1400 Seaport Boulevard, Redwood City, California 94063.

State of Delaware
Office of the Secretary of State

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I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "OPENWAVE 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 THIRD DAY OF JULY, A.D. 2001.

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

FILED
01 JUL -5 PM 12:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

2460829 8300

AUTHENTICATION: 1223785

010320410

DATE: 07-03-01