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Florida Department of State  
Division of Corporations  
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Email Address: dfarrell@kemptechnologies.com

FOREIGN PROFIT/NONPROFIT CORPORATION  
KEMP Technologies Inc.

Certificate of Status	1
Certified Copy	0
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**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. KEMP Technologies, Inc.**

(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION"  
"Inc.", "Co.", "Corp.", "Inc.", "Co." or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

**2. Delaware**

(State or country under the law of which it is incorporated)

**3. 11-3574194**

(FEI number, if applicable)

**4. 12/20/2011**

(Date of incorporation)

**5. Perpetual**

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

**6. Upon Filing**

(Date first transacted business in Florida if prior to registration.)  
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

**7. 475 Park Avenue South, 10th Floor, New York, NY 10016**

(Principal office address)

475 Park Avenue South, 10th Floor, New York, NY 10016

(Current mailing address)

**8. Sales of computer peripheral equipment**

(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 NOT acceptable)**

Name: John McCourt

Office Address: 21102 Birchholm Court

Land O'Lakes

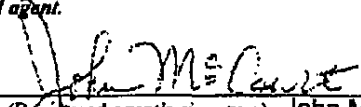
(City)

Florida, 34637

(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.

  
(Registered agent's signature) John McCourt

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:**

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

Chairman: Raymond Downes

Address: 475 Park Avenue South, 10th Floor, New York, NY 10016

Vice Chairman: \_\_\_\_\_

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

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

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

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

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

**B. OFFICERS**

President: Raymond Downes

Address: 475 Park Avenue South, 10th Floor, New York, NY 10016

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

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

Secretary: Richard Willemin

Address: 475 Park Avenue South, 10th Floor, New York, NY 10016

Treasurer: Richard Willemin

Address: 475 Park Avenue South, 10th Floor, New York, NY 10016

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

13.   
(Signature of Director or Officer listed in number 12 of the application)

14. Raymond Downes, President  
(Typed or printed name and capacity of person signing application)

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# Delaware

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*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "KEMP TECHNOLOGIES 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 SEVENTEENTH DAY OF JULY, A.D. 2013.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "KEMP TECHNOLOGIES INC." WAS INCORPORATED ON THE TWENTIETH DAY OF DECEMBER, A.D. 2011.

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

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

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130887552

You may verify this certificate online  
at [corp.delaware.gov/authvar.shtml](http://corp.delaware.gov/authvar.shtml)



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 0592113

DATE: 07-17-13