

Document Number Only

F 96000006542

C T CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, Florida 32301

City

State

Zip

Phone

600002029066--8  
-12/13/96--01075--013  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

CORPORATION(S) NAME

Net Solve, Incorporated

FILED  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2013

Profit

NonProfit

Limited Liability Company

Amendment

Merger

Foreign

Dissolution/Withdrawal

Mark

Limited Partnership

Annual Report

Other

Reinstatement

Reservation

Change of R.A.

Limited Liability Partnership

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12/13/96

**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. NetSolve, Incorporated  
(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. 75-2094811  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 9/19/85 5. Perpetual  
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. October 1, 1996  
(Date first transacted business in Florida. (See sections 807.1501, 807.1502 and 817.156, F.S.))
7. 9130 Jollyville Road  
Austin, Texas 78759  
(Current mailing address)

8. To engage in any lawful act or actions for which corporations may be organized under  
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of relevant law. 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 obligations of my position as registered agent.*

C T CORPORATION SYSTEM

(Registered agent's signature) (Officer)

C. Morales

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** See Director and Officer Addendum attached hereto

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

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

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

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

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

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

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

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

**B. OFFICERS** See Director and Officer Addendum attached hereto

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. *Kenneth C. Kieley* 12/3/96  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Kenneth C. Kieley, Vice President-Finance, Chief Financial Officer and Secretary  
(Typed or printed name and capacity of person signing application)

**NETSOLVE, INCORPORATED**

<u>NAME</u>	<u>TITLE</u>	<u>STREET ADDRESS</u>	<u>CITY</u>	<u>STATE</u>	<u>ZIP</u>	<u>SSN</u>
Craig S. Tysdal	President	21 Cicero Lane	Austin	TX	78746	546-62-7779
Kenneth C. Kieley	VP of Finance, Secretary & Chief Financial Officer	5207 Rain Creek Pkwy	Austin	TX	78759	454-94-7130
Darren L. Spohn	Chief Technology Officer	11028 Jollyville Road	Austin	TX	78759	161-58-6197
Phil Velella	VP of Sales	38 Mountain View Dr	Chester	NJ	07930	140-50-9017
Michael R. Turner	VP of Marketing	9104 Deer Shadow Pass	Austin	TX	78733	293-42-1493
<b>DIRECTORS</b>						
<u>NAME</u>		<u>STREET ADDRESS</u>	<u>CITY</u>	<u>STATE</u>	<u>ZIP</u>	
Joel P. Adams		518 Broad Street	Seewickby	PA	15143	110-40-8732
J. Michael Gullard		One First Street #9	Los Altos	CA	94022	517-48-2791
C. Richard Kramlich		235 Montgomery St 1025 Russ Bldg	San Francisco	CA	94101	387-30-8927
John S. McCarthy		6000 Maryland Ave St 1180	St. Louis	MO	63105	496-50-6096
H. Leland Murphy		14457 Gills	Dallas	TX	75244	487-48-1520
C Vin Prothro		4401 S. Bethwood Pkwy	Dallas	TX	75244	460-70-0891
Craig S. Tysdal		21 Cicero Lane	Austin	TX	78746	546-62-7779
Howard D. Wolfe		1119 St. Paul St.	Baltimore	MD	21202	001-30-8216

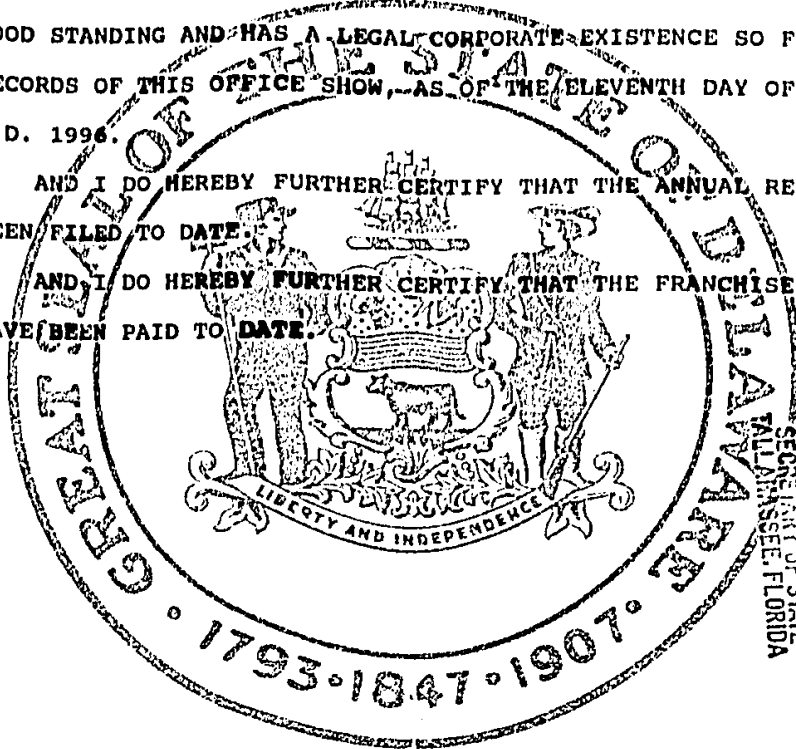
State of Delaware  
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "NETSOLVE, INCORPORATED" 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 ELEVENTH DAY OF DECEMBER, A.D. 1996.

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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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED



*Edward J. Freel*

Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE:

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12-11-96