

State of Idaho

Office of the Secretary of State

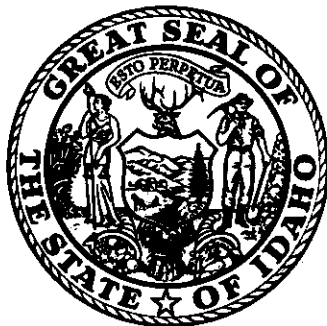
**CERTIFICATE OF AUTHORITY
OF
QUMU CORPORATION**

File Number C 200059

I, BEN YSURSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority, duly executed pursuant to the provisions of the Idaho Business Corporation Act, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to transact business in this State and attach hereto a duplicate of the application for such certificate.

Dated: October 21, 2013



Ben Yursa
SECRETARY OF STATE

By *Conthia*



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

2013 OCT 21 AM 9:45

SECRETARY OF STATE
STATE OF IDAHO

The undersigned Corporation applies for a Certificate of Authority and states as follows:

- The name of the corporation is: Qumu Corporation
- The name which it shall use in Idaho is: _____
- It is incorporated under the laws of: Minnesota
- Its date of incorporation is: 2/10/1987
- The address of its principal office is: 7725 Washington Ave S, Edina MN 55439
- The address to which correspondence should be addressed, if different from item 5, is: 7725 Washington Ave S Edina, MN 55439 attn: Payroll
- The street address of its registered office in Idaho is: 3252 Est Sky Harbor Drive, Coeur d'Alene, ID and its registered agent in Idaho at that address is: Chad Sears
- The names and respective business addresses of its directors and officers are:

Name	Title	Business Address
<u>Sherman L Black</u>	<u>CEO - President</u>	<u>7725 Washington Ave S, Edina MN 55439</u>
<u>James R Stewart</u>	<u>CFO</u>	<u>7725 Washington Ave S Edina, MN 55439</u>
_____	_____	_____
_____	_____	_____
_____	_____	_____

Dated: 10/14/2013

Signature:

Typed Name: Jim Stewart

Capacity: CFO

[The signer must be a director or an officer of the corporation.]

Customer Acct # : _____
(if using pre-paid account)

Secretary of State use only

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IDAHO SECRETARY OF STATE
10/22/2013 05:00
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C 200059

**Office of the Minnesota Secretary of State
Certificate of Good Standing**

I, Mark Ritchie, Secretary of State of Minnesota, do certify that: The business entity listed below was filed pursuant to the Minnesota Chapter listed below with the Office of the Secretary of State on the date listed below and that this business entity is registered to do business and is in good standing at the time this certificate is issued.

Name: Qumu Corporation
Date Filed: 02/10/1987
File Number: 5M-12
Minnesota Statutes, Chapter: 302A
Home Jurisdiction: Minnesota

This certificate has been issued on: 09/16/2013



Mark Ritchie
Mark Ritchie
Secretary of State
State of Minnesota