

# State of Idaho

Office of the Secretary of State

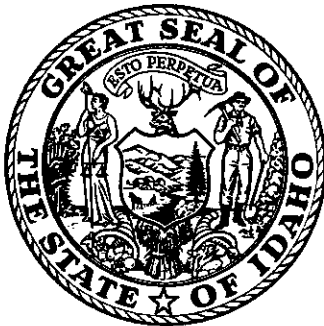
**CERTIFICATE OF AUTHORITY  
OF  
ROGUE WAVE SOFTWARE, INC.**

File Number C 196561

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: November 20, 2012



*Ben Yursa*  
SECRETARY OF STATE

By *Pinda Corbush*



# APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

**FILED EFFECTIVE**  
2012 NOV 19 AM 9:04  
SECRETARY OF STATE  
STATE OF IDAHO

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

1. The name of the corporation is:  
Rogue Wave Software, Inc.
2. The name which it shall use in Idaho is: \_\_\_\_\_
3. It is incorporated under the laws of: Delaware
4. Its date of incorporation is: 3/29/1989
5. The address of its principal office is:  
5500 Flatiron Pkwy., Suite 200, Boulder, CO 80301
6. The address to which correspondence should be addressed, if different from item 5, is:  
\_\_\_\_\_
7. The street address of its registered office in Idaho is: 1111 W. Jefferson-Suite 5300, Boise, ID 83702  
and its registered agent in Idaho at that address is: CT Corporation System
8. The names and respective business addresses of its directors and officers are:

Name	Title	Business Address
<u>Brian Pierce</u>	<u>President</u>	<u>5500 Flatiron Pkwy, Ste 200, Boulder, CO 80301</u>
<u>Zaid Haddad</u>	<u>VP of Finance/Treasurer</u>	<u>5500 Flatiron Pkwy, Ste 200, Boulder, CO 80301</u>
<u>David F. Goosen</u>	<u>Secretary</u>	<u>5500 Flatiron Pkwy, Ste 200, Boulder, CO 80301</u>
_____	_____	_____
_____	_____	_____
_____	_____	_____

Dated: 10/30/2012

Signature: \_\_\_\_\_

Typed Name: Zaid Haddad

Capacity: VP of Finance/Treasurer

[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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forms\appforauthority\_profit.pmf  
Revised 10/2006

IDAHO SECRETARY OF STATE  
**11/19/2012 05:00**  
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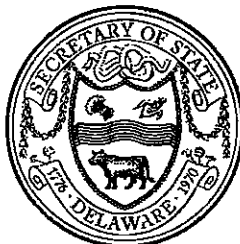
C196561

# Delaware

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*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ROGUE WAVE 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 THIRTEENTH DAY OF SEPTEMBER, A.D. 2012.



2191750 8300

121028352

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

  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 9844788

DATE: 09-13-12