

Filing and License Fee: \$310.00 minimum

ID Number: 146701



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State Matthew A. Brown
Corporations Division
100 North Main Street
Providence, Rhode Island 02903-1335

BUSINESS CORPORATION

APPLICATION FOR CERTIFICATE OF AUTHORITY
(To Be Filed In Duplicate Original)

Pursuant to the provisions of Section 7-1.1-103 of the General Laws, 1956, as amended, the undersigned foreign corporation hereby applies for a Certificate of Authority to transact business in the state of Rhode Island, and for that purpose submits the following statement:

1. The name of the corporation is VeriSign, Inc.
2. It is incorporated under the laws of Delaware
3. The name, if different, which it elects to use in Rhode Island is:

(a) If the name of the corporation in its jurisdiction of incorporation does not contain the word "corporation," "company," "incorporated," or "limited," or an abbreviation thereof, then list the name of the corporation with the addition of one of the above corporate endings for use in Rhode Island:

(b) If the corporate name is not available in Rhode Island, then set forth below the fictitious name under which the corporation will qualify and transact business in Rhode Island as stated in the "Fictitious Business Name Statement" to be filed with this application:

4. The date of its incorporation is 4/12/1995 and the period of its duration is Perpetual
5. The address of its principal office in the state or country under the laws of which it is incorporated is 300 Delaware Avenue Suite 900 WILMINGTON DE 19801-1671

6. The address of its proposed registered office in Rhode Island is 10 Weybosset Street
(Street Address, not P.O. Box)
Providence, RI 02903
(City/Town) (Zip Code)

that address is CT Corporation System
(Name of Agent)

7. The specific purpose or purposes, which it proposes to pursue in the transaction of business in Rhode Island are:

Telecom Services, Internet Services and Digital Certificates

8. The names and respective addresses of the directors and officers are:

	<u>Name</u>	<u>Address</u>
Director		PLEASE SEE ATTACHED!
Director		
President		
Vice President		
Treasurer		
Secretary		

FILED
MAR 25 2005
By KPG/1475

05 MAR 25 AM 11:18
05 MAR 25 PM 1:34
RECEIVED
SECRETARY OF STATE
CORPORATIONS DIV.

9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

Number of Shares	Class	Series	Par Value or Statement that Shares are without Par Value
1,000,000,000	Common		.001
5,000,000	Preferred		.001

10. The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

Number of Shares	Class	Series	Par Value or Statement that Shares are without Par Value
253,341,383	Common		.001

11. (a) An estimate of the value of all property to be owned by the corporation for the following year, wherever located, is
\$ 333,666,978.
- (b) An estimate of the value of the corporation's property to be located within Rhode Island during the following year is
\$ 2,000,000.
- (c) An estimate, expressed as a percentage, of the proportion that the estimated value of the property of the corporation to be located within this state during the following year bears to the value of all property of the corporation to be owned during the following year, wherever located, is .5994 %. [divide (b) by (a) and multiply by 100 to obtain the percentage].
12. (a) An estimate of the gross amount of business to be transacted by the corporation during the following year is
\$ 1,000,000,000.
- (b) An estimate of the gross amount of business to be transacted by the corporation at or from places of business in Rhode Island during the following year is \$ 844,750.
- (c) An estimate, expressed as a percentage, of the proportion that the gross amount of business to be transacted by the corporation at or from places of business in this state during the following year bears to the gross amount thereof which will be transacted by the corporation during the following year is .084475 % [divide (b) by (a) and multiply by 100 to obtain the percentage].
13. This application is accompanied by certified copies of its articles of incorporation and all amendments thereto, duly authenticated by the secretary of state or other authorized officer of the jurisdiction of its incorporation.

Date: Feb. 23, 2005

VeriSign, Inc.

Print Exact Name of Corporation Making Application

By [Signature]
☐ President or ☒ Vice President (check one)

By [Signature] AND
☒ Secretary or ☐ Assistant Secretary (check one)

STATE OF _____
COUNTY OF _____ Please see attached

In _____, on this _____ day of _____, before me personally appeared _____ who, being duly sworn, declared that he/she is the _____ of the above-named entity and that he/she signed the foregoing document as such authorized agent, and that the statements herein contained are true.

Notary Public
My Commission Expires: _____

05 MAR 05 PM 3:34
SECRETARY OF STATE
CORPORATIONS DIV.

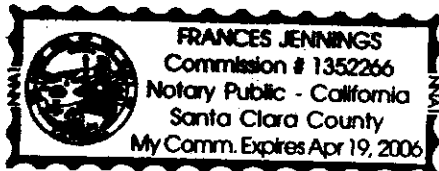
CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

State of California

County of Santa Clara } ss.

On 23 February 2005 before me, Frances Jennings, Notary Public
Date Name and Title of Officer (e.g. Jane Doe, Notary Public)
 personally appeared James M. Ulan
Name(s) of Signer(s)

☐ personally known to me
☒ proved to me on the basis of satisfactory evidence



to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

Frances Jennings
Signature of Notary Public

OPTIONAL

Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document.

Description of Attached Document

Title or Type of Document: Application for Certificate of Authority
 Document Date: 23 February 2005 Number of Pages: 5

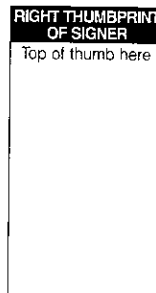
Signer(s) Other Than Named Above: _____

Capacity(ies) Claimed by Signer

Signer's Name: _____

- ☐ Individual
☒ Corporate Officer — Title(s): Secretary
☐ Partner — ☐ Limited ☐ General
☐ Attorney-in-Fact
☐ Trustee
☐ Guardian or Conservator
☐ Other: _____

Signer Is Representing: VeriSign, Inc.



RECEIVED
 SECRETARY OF STATE
 03 MAR 25 PM 1:35

VeriSign, Inc.

Officers:

1. Stratton Dean Sclavos
President and Chief Executive Officer
487 East Middlefield Road
M/S MV2-2-1
Mountain View, CA 94043
2. Dana Lynn Evan
Chief Financial Officer
487 East Middlefield Road
M/S MV2-2-1
Mountain View, CA 94043
3. James Michael Ulam
Secretary
487 East Middlefield Road
M/S MV2-2-1
Mountain View, CA 94043
4. Jeffrey King Bergmann
Assistant Secretary
487 East Middlefield Road
M/S MV2-1-1
Mountain View, CA 94043

Directors:

1. Scott G. Kriens
487 East Middlefield Road
M/S: MV2-2-1
Mountain View, CA 94043
2. Demetrios James Bidzos
487 East Middlefield Road
M/S: MV2-2-1
Mountain View, CA 94043
3. William Lawrence Chenevich
487 East Middlefield Road
M/S: MV2-2-1
Mountain View, CA 94043

RECEIVED
SECRETARY OF STATE
CORPORATIONS DIV
05 FEB 25 AM 11:43

RECEIVED
SECRETARY OF STATE
CORPORATIONS DIV
05 MAR 25 PM 1:35

VeriSign, Inc.

4. Kevin Richard Compton
487 East Middlefield Road
M/S: MV2-2-1
Mountain View, CA 94043

5. Roger Herman Moore
487 East Middlefield Road
M/S: MV2-2-1
Mountain View, CA 94043

6. Greg Louis Reyes
487 East Middlefield Road
M/S: MV2-2-1
Mountain View, CA 94043

7. William Alford Roper, Jr.
487 East Middlefield Road
M/S: MV2-2-1
Mountain View, CA 94043

8. Stratton Dean Slavos
487 East Middlefield Road
M/S: MV2-2-1
Mountain View, CA 94043

05 FEB 25 AM 11:13

SEP 14 11:13 AM '00

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "VERISIGN, 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 FOURTEENTH DAY OF JANUARY, A.D. 2005.

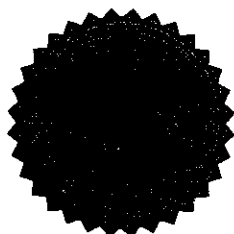
AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

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

01 FEB 25 AM 11:13
RECEIVED
STATE OF DELAWARE
SECRETARY OF STATE

2497886 8300

050036311



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3620197

DATE: 01-14-05

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED ARE TRUE AND CORRECT COPIES OF ALL DOCUMENTS FILED FROM AND INCLUDING THE RESTATED CERTIFICATE OR A MERGER WITH A RESTATED CERTIFICATE ATTACHED OF "VERISIGN, INC." AS RECEIVED AND FILED IN THIS OFFICE.

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

RESTATED CERTIFICATE, FILED THE FOURTH DAY OF FEBRUARY, A.D. 1998, AT 9 O'CLOCK A.M.

CERTIFICATE OF AMENDMENT, FILED THE TWENTY-SEVENTH DAY OF MAY, A.D. 1999, AT 9 O'CLOCK A.M.

CERTIFICATE OF AMENDMENT, FILED THE EIGHTH DAY OF JUNE, A.D. 2000, AT 4:31 O'CLOCK P.M.

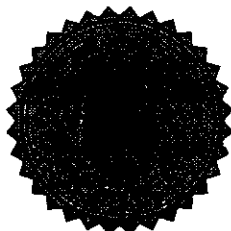
CERTIFICATE OF CHANGE OF REGISTERED AGENT, FILED THE SIXTEENTH DAY OF NOVEMBER, A.D. 2001, AT 5:30 O'CLOCK P.M.

CERTIFICATE OF OWNERSHIP, FILED THE TWENTY-SEVENTH DAY OF DECEMBER, A.D. 2001, AT 4:30 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2001, AT 12 O'CLOCK A.M.

CERTIFICATE OF DESIGNATION, FILED THE THIRTIETH DAY OF

RECEIVED
SECRETARY OF STATE
CORPORATIONS DIV
05 MAR 25 PM 1:35



2497886 8100X

050237279

Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 3762076

DATE: 03-22-05

Delaware

PAGE 2

The First State

SEPTEMBER, A.D. 2002, AT 9 O'CLOCK A.M.

CERTIFICATE OF OWNERSHIP, FILED THE THIRTY-FIRST DAY OF
DECEMBER, A.D. 2002, AT 9 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF
THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE THIRTY-FIRST DAY
OF DECEMBER, A.D. 2002, AT 4:15 O'CLOCK P.M.

CERTIFICATE OF OWNERSHIP, FILED THE THIRTY-FIRST DAY OF
DECEMBER, A.D. 2002, AT 9:01 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF
THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE THIRTY-FIRST DAY
OF DECEMBER, A.D. 2002, AT 4:15 O'CLOCK P.M.

CERTIFICATE OF OWNERSHIP, FILED THE THIRTY-FIRST DAY OF
DECEMBER, A.D. 2004, AT 8:43 O'CLOCK A.M.

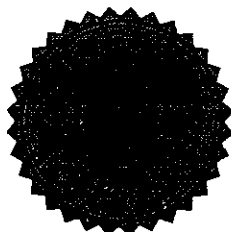
AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF
THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE THIRTY-FIRST DAY
OF DECEMBER, A.D. 2004, AT 10 O'CLOCK A.M.

CERTIFICATE OF OWNERSHIP, FILED THE THIRTY-FIRST DAY OF
DECEMBER, A.D. 2004, AT 8:44 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF
THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE THIRTY-FIRST DAY

2497886 8100X

050237279



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3762076

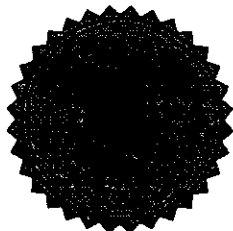
DATE: 03-22-05

Delaware

PAGE 3

The First State

OF DECEMBER, A.D. 2004, AT 10:01 O'CLOCK A.M.



2497886 8100X

050237279

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3762076

DATE: 03-22-05

**CERTIFICATE OF THIRD AMENDED AND RESTATED
CERTIFICATE OF INCORPORATION OF
VERISIGN, INC.**

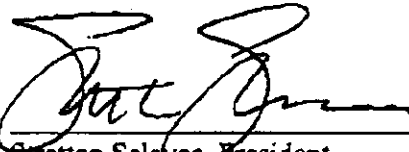
VeriSign, Inc., a corporation organized and existing under the General Corporation Law of the State of Delaware (the "Corporation"), whose original Certificate of Incorporation was filed in the Office of the Secretary of State of the State of Delaware on April 12, 1995 under the name of Digital Certificates International, Inc., was subsequently amended and restated on February 15, 1996 and November 14, 1996, and was subsequently amended on November 18, 1997 and January 27, 1998, does hereby certify:

The following resolution amending and restating the Corporation's Second Amended and Restated Certificate of Incorporation, approved by the Corporation's Board of Directors and Stockholders, was duly adopted in accordance with the provisions of Sections 242 and 245 of the Delaware General Corporation Law, including written consent of the Stockholders of the Corporation holding a majority of the issued and outstanding shares of the Corporation, voting together as a single class, and two-thirds of the issued and outstanding shares of Series A Preferred Stock, Series B Preferred Stock and Series C Preferred Stock of the Corporation, voting together as a single class, and written notice to the nonconsenting Stockholders of the Corporation in accordance with the provisions of Section 228 of the Delaware General Corporation Law and Exhibit A referenced in such resolution is the same as the attachment to this Certificate:

RESOLVED, that the Certificate of Incorporation of this corporation shall be amended and restated as set forth in the Third Amended and Restated Certificate of Incorporation attached hereto as Exhibit A.

IN WITNESS WHEREOF, VeriSign, Inc. has caused this Certificate to be signed and attested by its duly authorized officers, this 4th day of February, 1998.

VERISIGN, INC.



Stratton Sclavos, President

Attest:



Timothy Tomlinson, Secretary

THIRD
AMENDED AND RESTATED
CERTIFICATE OF INCORPORATION OF
VERISIGN, INC.
a Delaware corporation

ONE: The name of the corporation is VeriSign, Inc. (hereinafter sometimes referred to as the "Corporation").

TWO: The address of the Corporation's registered office in the State of Delaware is 30 Old Rudnick Lane, in the City of Dover, in the County of Kent. The registered agent in charge thereof is CorpAmerica, Inc., 30 Old Rudnick Lane, Dover, Delaware 19901.

THREE: The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation law of Delaware.

FOUR: A. The Corporation is authorized to issue two classes of stock to be designated, respectively, "Common Stock" and "Preferred Stock." The total number of shares which the Corporation is authorized to issue is fifty-five Million (55,000,000) shares. Fifty Million (50,000,000) shares shall be Common Stock, \$0.001 par value per share, and five Million (5,000,000) shares shall be Preferred Stock, \$0.001 par value per share.

B. The Board of Directors is authorized, subject to any limitations prescribed by law, to provide for the issuance of shares of Preferred Stock in series, and by filing a certificate pursuant to the applicable law of the State of Delaware (such certificate being hereinafter referred to as a "Preferred Stock Designation"), to establish from time to time the number of shares to be included in each such series, and to fix the designation, powers, preferences, and rights of each such series and any qualifications, limitations or restrictions thereof. The number of authorized shares of Preferred Stock may be increased or decreased (but not below the number of shares thereof then outstanding) by the affirmative vote of the holders of a majority of the outstanding shares of Common Stock, without a vote of the holders of the Preferred Stock, or of any series thereof, unless a vote of any such holders is required pursuant to the terms of any Preferred Stock Designation.

FIVE: The following provisions are inserted for the management of the business and the conduct of the affairs of the Corporation, and for further definition, limitation and regulation of the powers of the Corporation and of its directors and stockholders:

A. The business and affairs of the Corporation shall be managed by or under the direction of the Board of Directors. In addition to the powers and authority expressly conferred upon them by statute or by this Third Amended and Restated Certificate of Incorporation or the Bylaws of the Corporation, the directors are hereby empowered to exercise all such powers and do all such acts and things as may be exercised or done by the Corporation.

B. The directors of the Corporation need not be elected by written ballot unless the Bylaws so provide.

C. Any action required or permitted to be taken by the stockholders of the Corporation must be effected at a duly called annual or special meeting of stockholders of the Corporation and may not be effected by any consent in writing by such stockholders.

D. Special meetings of stockholders of the Corporation may be called only by either the Board of Directors pursuant to a resolution adopted by a majority of the total number of authorized directors (whether or not there exist any vacancies in previously authorized directorships at the time any such resolution is presented to the Board for adoption), the Chief Executive Officer or the President.

SIX: A. The directors, other than those who may be elected by the holders of Preferred Stock under specified circumstances, shall be divided into three classes with the term of office of the first class (Class I) to expire at the annual meeting of the stockholders held in 1999; the term of office of the second class (Class II) to expire at the annual meeting of stockholders held in 2000; the term of office of the third class (Class III) to expire at the annual meeting of stockholders held in 2001; and thereafter for each such term to expire at each third succeeding annual meeting of stockholders after such election. All directors shall hold office until the expiration of the term for which elected, and until their respective successors are elected, except in the case of the death, resignation, or removal of any director.

B. Subject to the rights of the holders of any series of Preferred Stock then outstanding, newly created directorships resulting from any increase in the authorized number of directors or any vacancies in the Board of Directors resulting from death, resignation or other cause may be filled (a) by the stockholders at any meeting, (b) by a majority of the directors, although less than a quorum, or (c) by a sole remaining director, and directors so chosen shall hold office for a term expiring at the next annual meeting of stockholders at which the term of office of the class to which they have been elected expires, and until their respective successors are elected, except in the case of the death, resignation, or removal of any director. No decrease in the number of directors constituting the Board of Directors shall shorten the term of any incumbent director.

SEVEN: The Corporation shall have a perpetual existence.

EIGHT: A. Exculpation. A director of the Corporation shall not be personally liable to the Corporation or its stockholders for monetary damages for breach of fiduciary duty as a director, except for liability (i) for any breach of the director's duty of loyalty to the Corporation or its stockholders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) under Section 174 of the Delaware General Corporation law or (iv) for any transaction from which the director derived any improper personal benefit. If the Delaware General Corporation law is hereafter amended to further reduce or authorize, with the approval of the Corporation's stockholders, further reductions in the liability of the Corporation's directors for breach of fiduciary duty, then a director of the Corporation shall not be liable for any such breach to the fullest extent permitted by the Delaware General Corporation Law as so amended.

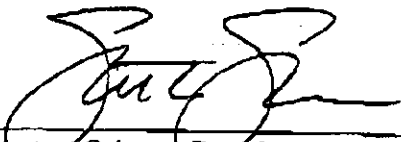
B. Indemnification. To the extent permitted by applicable law, this Corporation is also authorized to provide indemnification of (and advancement of expenses to) agents (and any other persons to which Delaware law permits this Corporation to provide

indemnification) through bylaw provisions, agreements with such agents or other persons, vote of stockholders or disinterested directors or otherwise, in excess of the indemnification and advancement otherwise permitted by Section 145 of the Delaware General Corporation Law, subject only to limits created by applicable Delaware law (statutory or non-statutory), with respect to actions for breach of duty to the Company, its stockholders, and others.

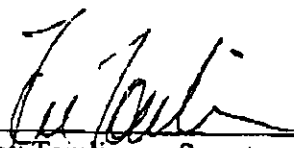
C. **Effect of Repeal or Modification.** Any repeal or modification of any of the foregoing provisions of this Article Eight shall not adversely affect any right or protection of a director, officer, agent or other person existing at the time of, or increase the liability of any director of the Corporation with respect to any acts or omissions of such director occurring prior to, such repeal or modification.

[REMAINDER OF THIS PAGE INTENTIONALLY LEFT BLANK]

IN WITNESS WHEREOF, the Third Amended and Restated Certificate of Incorporation of VeriSign, Inc. has been signed and attested as of this 4th day of February, 1998.


Stratton Sclavos, President

Attest:


Timothy Tomlinson, Secretary

[SIGNATURE PAGE TO THIRD AMENDED AND RESTATED CERTIFICATE OF
INCORPORATION]

**CERTIFICATE OF
AMENDMENT
OF
THIRD AMENDED AND RESTATED
CERTIFICATE OF INCORPORATION
OF VERISIGN, INC.**

VeriSign, Inc., a corporation organized and existing under the General Corporation Law of the State of Delaware (the "**Corporation**"), whose original Certificate of Incorporation was filed in the Office of the Secretary of State of the State of Delaware on April 12, 1995 under the name of Digital Certificates International, Inc., subsequently amended on April 18, 1995 and July 7, 1995, subsequently amended and restated on February 15, 1996, subsequently amended on August 22, 1996, subsequently amended and restated on November 14, 1996, subsequently amended on November 18, 1997 and January 27, 1998, and subsequently amended and restated on February 4, 1998 does hereby certify:

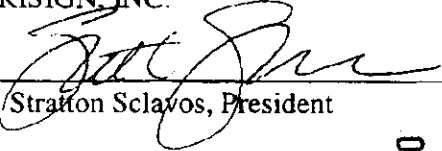
A resolution amending the Corporation's Third Amended and Restated Certificate of Incorporation was approved by the Corporation's Board of Directors and Stockholders, and that such amendment was adopted in accordance with the provisions of Section 242 of the Delaware General Corporation Law:

Paragraph A of Article Four is hereby amended in its entirety to read as follows:

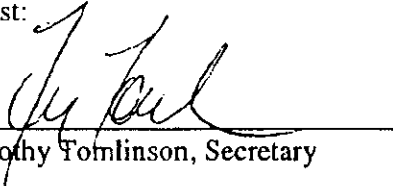
FOUR: A. The Corporation is authorized to issue two classes of stock to be designated, respectively, "Common Stock" and "Preferred Stock." The total number of shares which the Corporation is authorized to issue is Two Hundred Five Million (205,000,000) shares. Two Hundred Million (200,000,000) shares shall be Common Stock, \$0.001 par value per share, and Five Million (5,000,000) shares shall be Preferred Stock, \$0.001 par value per share.

IN WITNESS WHEREOF, VeriSign, Inc. has caused this Certificate to be signed and attested by its duly authorized officers this 27th day of May, 1999.

VERISIGN, INC.

By: 

Stratton Sclavos, President

Attest: 

Timothy Tomlinson, Secretary

RECEIVED
SECRETARY OF STATE
CORPORATIONS DIV
05 MAR 25 PM 1:35

CERTIFICATE OF
AMENDMENT
OF
THIRD AMENDED AND RESTATED
CERTIFICATE OF INCORPORATION
OF VERISIGN, INC.

VeriSign, Inc., a corporation organized and existing under the General Corporation Law of the State of Delaware (the "Corporation"), whose original Certificate of Incorporation was filed in the Office of the Secretary of State of the State of Delaware on April 12, 1995 under the name of Digital Certificates International, Inc., subsequently amended on April 18, 1995 and July 7, 1995, subsequently amended and restated on February 15, 1996, subsequently amended on August 22, 1996, subsequently amended and restated on November 14, 1996, subsequently amended on November 18, 1997 and January 27, 1998, subsequently amended and restated on February 4, 1998, and subsequently amended on May 27, 1999, does hereby certify:

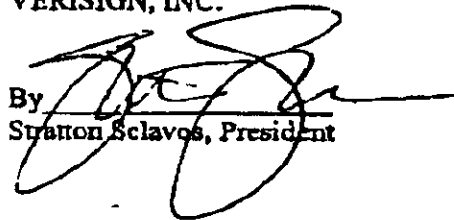
A resolution amending the Corporation's Third Amended and Restated Certificate of Incorporation was approved by the Corporation's Board of Directors and Stockholders, and that such amendment was adopted in accordance with the provisions of Section 242 of the Delaware General Corporation Law:

Paragraph A of Article Four is hereby amended in its entirety to read as follows:

FOUR: A. The Corporation is authorized to issue two classes of stock to be designated, respectively, "Common Stock" and "Preferred Stock." The total number of shares which the Corporation is authorized to issue is One Billion Five Million (1,005,000,000) shares. One Billion (1,000,000,000) shares shall be Common Stock, \$0.001 par value per share, and Five Million (5,000,000) shares shall be Preferred Stock, \$0.001 par value per share.

IN WITNESS WHEREOF, VeriSign, Inc. has caused this Certificate to be signed and attested by its duly authorized officers this 8th day of June 2000.

VERISIGN, INC.

By 
Stratton Sclavos, President

RECEIVED
SECRETARY OF STATE
CORPORATIONS DIV
05 MAR 25 PM 1:35

CERTIFICATE OF CHANGE OF REGISTERED AGENT
AND
REGISTERED OFFICE

VERISIGN, INC., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware

DOES HEREBY CERTIFY:

That the registered office of the corporation in the state of Delaware is hereby changed to Corporation Trust Center, 1209 Orange Street, in the City of Wilmington, County of New Castle.

That the registered agent of the corporation is hereby changed to THE CORPORATION TRUST COMPANY, the business address of which is identical to the aforementioned registered office as changed.

That the changes in the registered office and registered agent of the corporation as set forth herein were duly authorized by resolution of the Board of Directors of the corporation.

IN WITNESS WHEREOF, the corporation has caused this Certificate to be signed by an authorized officer, this 14th day of November, 2001.

RECEIVED
SECRETARY OF STATE
CORPORATIONS DIV

05 MAR 25 PM 1:39

VERISIGN, INC.


James M. Ulan
Secretary

*Any authorized officer or the chairman or Vice-Chairman of the Board of Directors may execute this certificate.

**CERTIFICATE OF OWNERSHIP AND MERGER
MERGING
SIGNIO, INC. (A CALIFORNIA CORPORATION)
AND
NANOBIZ.COM, INC. (A DELAWARE CORPORATION)
INTO
VERISIGN, INC. (A DELAWARE CORPORATION)**

**Pursuant to Section 253(a) of the
General Corporation Law of the State of Delaware**

VeriSign, Inc., a corporation organized and existing under the laws of State of Delaware
(the "Corporation")

DOES HEREBY CERTIFY:

FIRST: That the Corporation was incorporated on the 12th day of April, 1995,
pursuant to the Delaware General Corporation Law (the "DGCL").

SECOND: That the Corporation owns all of the outstanding shares of each class of
stock of Signio, Inc. ("Signio"), a corporation incorporated on the 3rd day of July, 1995, pursuant
to the Corporations Code of the State of California.

THIRD: That the Corporation owns all of the outstanding shares of each class of
stock of Nanobiz.com, Inc. ("Nanobiz.com"), a corporation incorporated on the 7th day of June,
1999, pursuant to the DGCL.

FOURTH: That the Corporation, by the following resolution of its Board of Directors,
duly adopted at a meeting held on the 26th day of December, 2001, determined to and did merge
Signio and Nanobiz.com into the Corporation:

RESOLVED, that the Corporation agrees to merge, and it hereby does merge
Signio and Nanobiz.com into the Corporation; and the Corporation agrees to assume all
of the obligations of Signio and Nanobiz.com; and

FURTHER RESOLVED, that the effective time of mergers shall be 12:00 a.m. Eastern Daylight Saving Time on the 31st day of December, 2001.

FIFTH: That the effective time of the mergers shall be 12:00 a.m. Eastern Daylight Saving Time on the 31st day of December, 2001.

RECEIVED
SECRETARY OF STATE
CORPORATIONS DIV
05 MAR 25 PM 1:35

IN WITNESS WHEREOF, VeriSign, Inc., a Delaware corporation, the surviving corporation to the mergers, has caused this Certificate of Ownership and Merger to be signed in its corporate name and on its behalf by its as of this 26th day of December, 2001.

VERISIGN, INC.,
A DELAWARE CORPORATION (THE SURVIVING CORPORATION)

By: /s/ James M. Ulam
Name: James M. Ulam
Title: Secretary

CERTIFICATE OF DESIGNATIONS
of
SERIES A JUNIOR PARTICIPATING PREFERRED STOCK
of
VERISIGN, INC.

(Pursuant to Section 151 of the
Delaware General Corporation Law)

VeriSign, Inc., a corporation organized and existing under the General Corporation Law of the State of Delaware (hereinafter called the "*Corporation*"), hereby certifies that the following resolution was adopted by the Board of Directors of the Corporation as required by Section 151 of the General Corporation Law at a meeting duly called and held on September 24, 2002:

RESOLVED, that pursuant to the authority granted to and vested in the Board of Directors of this Corporation (hereinafter called the "*Board of Directors*" or the "*Board*") in accordance with the provisions of the Certificate of Incorporation of the Corporation, the Board of Directors hereby creates a series of Preferred Stock, par value \$0.001 per share (the "*Preferred Stock*"), of the Corporation and hereby states the designation and number of shares, and fixes the relative rights, preferences, and limitations thereof as follows:

Series A Junior Participating Preferred Stock:

Section 1. Designation and Amount. The shares of such series shall be designated as "*Series A Junior Participating Preferred Stock*" (the "*Series A Preferred Stock*") and the number of shares constituting the Series A Preferred Stock shall be 3,000,000. Such number of shares may be increased or decreased by resolution of the Board of Directors; provided, that no decrease shall reduce the number of shares of Series A Preferred Stock to a number less than the number of shares then outstanding plus the number of shares reserved for issuance upon the exercise of outstanding options, rights or warrants or upon the conversion of any outstanding securities issued by the Corporation convertible into Series A Preferred Stock.

Section 2. Dividends and Distributions.

(A) Subject to the rights of the holders of any shares of any series of Preferred Stock (or any other stock) ranking prior and superior to the Series A Preferred Stock with respect to dividends, the holders of shares of Series A Preferred Stock shall be entitled to receive, when as and if declared by the Board of Directors out of funds legally available for the purpose, quarterly dividends payable in cash on the first day of March, June, September and December each year (each such date being referred to herein as a "*Quarterly Dividend Payment Date*" commencing on the first Quarterly Dividend Payment Date after the first issuance of a share fraction of a share of Series A Preferred Stock, in an amount (if any) per share (rounded to the nearest cent), subject to the provision for adjustment hereinafter set forth, equal to 100 times the

RECEIVED
SECRETARY OF STATE
CORPORATIONS DIV

05 MAR 25 PM 1:35

aggregate per share amount of all cash dividends, and 100 times the aggregate per share amount (payable in kind) of all non-cash dividends or other distributions, other than a dividend payable in shares of Common Stock, par value \$0.001 per share (the "*Common Stock*"), of the Company or a subdivision of the outstanding shares of Common Stock (by reclassification or otherwise), declared on the Common Stock since the immediately preceding Quarterly Dividend Payment Date or, with respect to the first Quarterly Dividend Payment Date, since the first issuance of any share or fraction of a share of Series A Preferred Stock. In the event the Corporation shall at any time declare or pay any dividend on the Common Stock payable in shares of Common Stock, or effect a subdivision or combination or consolidation of the outstanding shares of Common Stock (by reclassification or otherwise than by payment of a dividend in shares of Common Stock) into a greater or lesser number of shares of Common Stock, then in each such case the amount to which holders of shares of Series A Preferred Stock were entitled immediately prior to such event under the preceding sentence shall be adjusted by multiplying (x) such amount by (y) a fraction, (1) the numerator of which is the number of shares of Common Stock outstanding immediately after such event and (2) the denominator of which is the number of shares of Common Stock that were outstanding immediately prior to such event.

(B) The Corporation shall declare a dividend or distribution on the Series A Preferred Stock as provided in paragraph (A) of this Section immediately after it declares a dividend or distribution on the Common Stock (other than a dividend payable in shares of Common Stock).

(C) Dividends due pursuant to paragraph (A) of this Section shall begin to accrue and be cumulative on outstanding shares of Series A Preferred Stock from the Quarterly Dividend Payment Date next preceding the date of issue of such shares, unless the date of issue of such shares is prior to the record date for the first Quarterly Dividend Payment Date, in which case dividends on such shares shall begin to accrue from the date of issue of such shares, or unless the date of issue is a Quarterly Dividend Payment Date or is a date after the record date for the determination of holders of shares of Series A Preferred Stock entitled to receive a quarterly dividend and before such Quarterly Dividend Payment Date, in either of which events such dividends shall begin to accrue and be cumulative from such Quarterly Dividend Payment Date. Accrued but unpaid dividends shall not bear interest. Dividends paid on the shares of Series A Preferred Stock in an amount less than the total amount of such dividends at the time accrued and payable on such shares shall be allocated pro rata on a share-by-share basis among all such shares at the time outstanding. The Board of Directors may fix a record date for the determination of holders of shares of Series A Preferred Stock entitled to receive payment of a dividend or distribution declared thereon, which record date shall be not more than 60 days prior to the date fixed for the payment thereof.

Section 3. Voting Rights. The holders of shares of Series A Preferred Stock shall have the following voting rights:

(A) Subject to the provision for adjustment hereinafter set forth, each share of Series A Preferred Stock shall entitle the holder thereof to 100 votes on all matters submitted to a vote of the stockholders of the Corporation. In the event the Corporation shall at any time declare or pay any dividend on the Common Stock payable in shares of Common Stock, or effect a subdivision or combination or consolidation of the outstanding shares of Common Stock (by reclassification or otherwise than by payment of a dividend in shares of Common Stock) into a

greater or lesser number of shares of Common Stock, then in each such case the number of votes per share to which holders of shares of Series A Preferred Stock were entitled immediately prior to such event shall be adjusted by multiplying (x) such number by (y) a fraction, (1) the numerator of which is the number of shares of Common Stock outstanding immediately after such event and (2) the denominator of which is the number of shares of Common Stock that were outstanding immediately prior to such event.

(B) Except as otherwise provided herein, in any other Certificate of Designations creating a series of Preferred Stock or any similar stock, or by law, the holders of shares of Series A Preferred Stock and the holders of shares of Common Stock and any other capital stock of the Corporation having general voting rights shall vote together as one class on all matters submitted to a vote of stockholders of the Corporation.

(C) Except as set forth herein, or as otherwise provided by law, holders of Series A Preferred Stock shall have no special voting rights and their consent shall not be required (except to the extent they are entitled to vote with holders of Common Stock as set forth herein) for taking any corporate action.

Section 4. Certain Restrictions.

(A) Whenever quarterly dividends or other dividends or distributions payable on the Series A Preferred Stock as provided in Section 2 are in arrears, thereafter and until all accrued and unpaid dividends and distributions, whether or not declared, on shares of Series A Preferred Stock outstanding shall have been paid in full, the Corporation shall not:

(i) declare or pay dividends, or make any other distributions, on any shares of stock ranking junior (either as to dividends or upon liquidation, dissolution or winding up) to the Series A Preferred Stock;

(ii) declare or pay dividends, or make any other distributions, on any shares of stock ranking on a parity (either as to dividends or upon liquidation, dissolution or winding up) with the Series A Preferred Stock, except dividends paid ratably on the Series A Preferred Stock and all such parity stock on which dividends are payable or in arrears in proportion to the total amounts to which the holders of all such shares are then entitled; or

(iii) redeem or purchase or otherwise acquire for consideration shares of any stock ranking junior (either as to dividends or upon liquidation, dissolution or winding up) to the Series A Preferred Stock, provided that the Corporation may at any time redeem, purchase or otherwise acquire shares of any such junior stock in exchange for shares of any stock of the Corporation ranking junior (as to dividends and upon dissolution, liquidation or winding up) to the Series A Preferred Stock.

(B) The Corporation shall not permit any subsidiary of the Corporation to purchase or otherwise acquire for consideration any shares of stock of the Corporation unless the Corporation could, under paragraph (A) of this Section 4, purchase or otherwise acquire such shares at such time and in such manner.

Section 5. Reacquired Shares. Any shares of Series A Preferred Stock purchased or otherwise acquired by the Corporation in any manner whatsoever shall be retired and cancelled

promptly after the acquisition thereof. All such shares shall upon their cancellation become authorized but unissued shares of Preferred Stock and may be reissued as part of a new series of Preferred Stock subject to the conditions and restrictions on issuance set forth herein, in the Certificate of Incorporation, or in any other Certificate of Designations creating a series of Preferred Stock or any similar stock or as otherwise required by law.

Section 6. Liquidation, Dissolution or Winding Up.

(A) Upon any liquidation, dissolution or winding up of the Corporation, the holders of shares of Series A Preferred Stock shall be entitled to receive, prior and in preference to any distribution of any assets of the Corporation to the holders of Common Stock, the amount of \$1.00 per share for each share of Series A Preferred Stock then held by them. Thereafter, the holders of shares of Series A Preferred Stock shall be entitled to receive an aggregate amount per share, subject to the provision for adjustment hereinafter set forth, equal to 100 times the aggregate amount to be distributed per share to holders of shares of Common Stock plus an amount equal to any accrued and unpaid dividends. In the event the Corporation shall at any time declare or pay any dividend on the Common Stock payable in shares of Common Stock, or effect a subdivision or combination or consolidation of the outstanding shares of Common Stock (by reclassification or otherwise than by payment of a dividend in shares of Common Stock) into a greater or lesser number of shares of Common Stock, then in each such case the aggregate amount to which holders of shares of Series A Preferred Stock were entitled immediately prior to such event under the preceding sentence shall be adjusted by multiplying (x) such amount by (y) a fraction (1) the numerator of which is the number of shares of Common Stock outstanding immediately after such event and (2) the denominator of which is the number of shares of Common Stock that were outstanding immediately prior to such event.

(B) If the assets of the Corporation legally available for distribution to the holders of shares of Series A Preferred Stock upon liquidation, dissolution or winding up of the Corporation are insufficient to pay the full preferential amount set forth in the first sentence of paragraph (A) above, then the entire assets of the Corporation legally available for distribution to the holders of Series A Preferred Stock shall be distributed among such holders in proportion to the shares of Series A Preferred Stock then held by them.

(C) The foregoing rights upon liquidation, dissolution or winding up provided to the holders of Series A Preferred Stock shall be subject to the rights of the holders of any other series of Preferred Stock (or any other stock) ranking prior and superior to the Series A Preferred Stock upon liquidation, dissolution or winding up.

Section 7. Consolidation, Merger, etc. In case the Corporation shall enter into any consolidation, merger, combination or other transaction in which the shares of Common Stock are exchanged for or changed into other stock or securities, cash and/or other property, then in any such case each share of Series A Preferred Stock shall at the same time be similarly exchanged or changed into an amount per share, subject to the provision for adjustment hereinafter set forth, equal to 100 times the aggregate amount of stock, securities, cash and/or any other property (payable in kind), as the case may be, into which or for which each share of Common Stock is changed or exchanged. In the event the Corporation shall at any time declare or pay any dividend on the Common Stock payable in shares of Common Stock, or effect a subdivision or combination or consolidation of the outstanding shares of Common Stock (by

reclassification or otherwise than by payment of a dividend in shares of Common Stock) into a greater or lesser number of shares of Common Stock, then in each such case the amount set forth in the preceding sentence with respect to the exchange or change of shares of Series A Preferred Stock shall be adjusted by multiplying (x) such amount by (y) a fraction, (1) the numerator of which is the number of shares of Common Stock outstanding immediately after such event and (2) the denominator of which is the number of shares of Common Stock that were outstanding immediately prior to such event.

Section 8. No Redemption. The shares of Series A Preferred Stock shall not be redeemable.

IN WITNESS WHEREOF, this Certificate of Designations is executed on behalf of the Corporation this 30th day of September, 2002.

VERISIGN, INC.

By: /s/ James M. Ulam
James M. Ulam
Senior Vice President, General Counsel
and Secretary

[SIGNATURE PAGE TO CERTIFICATE OF DESIGNATIONS]

**CERTIFICATE OF OWNERSHIP AND MERGER
MERGING
1GLOBALPLACE, INC.
(a Delaware corporation)
WITH AND INTO
VERISIGN, INC.
(a Delaware corporation)**

Pursuant to Section 253 of the General Corporation Law of the State of Delaware

James M. Ulam hereby certifies that:

1. He is the Secretary of VeriSign, Inc., a Delaware corporation (the "Company" also the Parent).
2. The Company owns all of the outstanding shares of capital stock of 1GlobalPlace, Inc. (the "1GlobalPlace" also the Sub.
3. The Board of Directors of the Company duly adopted at a meeting held on December 18, 2002, the following resolutions related to the merger of 1GlobalPlace with and into the Company (the "*1GlobalPlace Merger*"):

NOW, THEREFORE BE IT RESOLVED, that the 1GlobalPlace Merger is hereby approved, and that, pursuant to Section 253 of the Delaware General Corporation Law, the Company shall merge 1GlobalPlace with and into the Company, with the Company being the surviving corporation of such 1GlobalPlace Merger, and upon the effectiveness of such 1GlobalPlace Merger the Company will acquire all of the assets and properties and assume all of the liabilities and obligations of 1GlobalPlace; and

RESOLVED, FURTHER, that, in order to carry out the 1GlobalPlace Merger, the appropriate officers of the Company are hereby authorized and directed, on behalf of the Company, to cause the Company to execute, deliver and file a Certificate of Ownership and Merger with the Delaware Secretary of State, and to execute, deliver and file such additional documents (including but not limited to assumptions of franchise or other tax liability or credits of 1GlobalPlace) or perform such other acts as are determined to be necessary or appropriate to carry out the merger of 1GlobalPlace with and into the Company as described above; and

RESOLVED, FURTHER, that the officers of the Company, and each of them acting without the others, are hereby authorized and directed to take such further actions, and to execute and deliver such further documents, as they may deem to be necessary, advisable or appropriate to carry into effect the purposes and intent of the foregoing resolutions.

RECEIVED
SECRETARY OF STATE
CORPORATIONS DIV
05 MAR 25 PM 1:35

4. The merger shall become effective at 4:15 p.m. on December 31, 2002.

IN WITNESS WHEREOF, the Company has caused this Certificate of Ownership and Merger to be executed by its duly authorized Secretary this 27th day of December, 2002.

VERISIGN, INC.

By: /s/ James M. Ulam

James M. Ulam, Secretary

[Signature Page to Delaware Certificate of Ownership and Merger for 1GlobalPlace, Inc.]

**CERTIFICATE OF OWNERSHIP AND MERGER
MERGING
EXAULT, INC.
(a Delaware corporation)
WITH AND INTO
VERISIGN, INC.
(a Delaware corporation)**

Pursuant to Section 253 of the General Corporation Law of the State of Delaware

James M. Ulam hereby certifies that:

1. He is the Secretary of VeriSign, Inc., a Delaware corporation (the "Company" and also the Parent).
2. The Company owns all of the outstanding shares of capital stock of Exault, Inc. (the "Exault" and also the Sub).
3. The Board of Directors of the Company duly adopted at a meeting held on December 18, 2002, the following resolutions related to the merger of Exault with and into the Company (the "**Exault Merger**"):

NOW, THEREFORE BE IT RESOLVED, that the Exault Merger is hereby approved, and that, pursuant to Section 253 of the Delaware General Corporation Law, the Company shall merge Exault with and into the Company, with the Company being the surviving corporation of such Exault Merger, and upon the effectiveness of such Exault Merger the Company will acquire all of the assets and properties and assume all of the liabilities and obligations of Exault; and

RESOLVED, FURTHER, that, in order to carry out the Exault Merger, the appropriate officers of the Company are hereby authorized and directed, on behalf of the Company, to cause the Company to execute, deliver and file a Certificate of Ownership and Merger with the Delaware Secretary of State, and to execute, deliver and file such additional documents (including but not limited to assumptions of franchise or other tax liability or credits of Exault) or perform such other acts as are determined to be necessary or appropriate to carry out the merger of Exault with and into the Company as described above; and

RESOLVED, FURTHER, that the officers of the Company, and each of them acting without the others, are hereby authorized and directed to take such further actions, and to execute and deliver such further documents, as they may deem to be necessary, advisable or appropriate to carry into effect the purposes and intent of the foregoing resolutions.

4. The merger shall become effective on December 31, 2002 at 4:15 p.m.

RECEIVED
SECRETARY OF STATE
CORPORATIONS DIV
05 MAR 25 PM 1:35

IN WITNESS WHEREOF, the Company has caused this Certificate of Ownership and Merger to be executed by its duly authorized Secretary this 27th day of December, 2002.

VERISIGN, INC.

By: /s/ James M. Ulam

James M. Ulam, Secretary

State of Delaware
Secretary of State
Division of Corporations
Delivered 08:43 AM 12/31/2004
FILED 08:43 AM 12/31/2004
SRV 040956364 - 2497886 FILE

**CERTIFICATE OF OWNERSHIP AND MERGER
MERGING
ILLUMINET HOLDINGS, INC.
(a Delaware corporation)
INTO
VERISIGN, INC.
(a Delaware corporation)**

Pursuant to Section 253 of the General Corporation Law
of the State of Delaware

James M. Ulam hereby certifies that:

1. He is the Senior Vice President, General Counsel and Secretary of VeriSign, Inc., a Delaware corporation (the "*Company*").
2. The Company owns all of the outstanding shares of capital stock of Illuminet Holdings, Inc., a corporation incorporated under the laws of Delaware.
3. The Board of Directors of the Company duly approved and adopted the following resolutions pursuant to a board meeting on December 30, 2004:

WHEREAS, the Company owns one hundred percent (100%) of the issued and outstanding shares of the capital stock of Illuminet Holdings, Inc., a Delaware corporation ("*Illuminet Holdings*"), and the Company's Board of Directors has determined it to be in the best interests of the Company to merge Illuminet Holdings with and into the Company in a statutory form merger ("*Illuminet Merger*") pursuant to the provisions of Section 253 of the Delaware General Corporation Law (the "*DGCL*"), with the Company to be the surviving corporation of such Illuminet Merger;

NOW, THEREFORE BE IT RESOLVED, that the Illuminet Merger is hereby approved, and that pursuant to Section 253 of the DGCL, the Company shall merge Illuminet Holdings with and into the Company, with the Company being the surviving corporation of such Illuminet Merger, and upon the effectiveness of such Illuminet Merger, the Company will acquire all of the assets and properties and assume all of the liabilities and obligations of Illuminet Holdings;

RESOLVED, FURTHER, that, in order to carry out the Illuminet Merger, the appropriate officers of the Company are hereby authorized and directed, on behalf of the Company, to cause the Company to execute, deliver and file a Certificate of Ownership and Merger with the Delaware Secretary of State, and to execute, deliver and file such additional documents (including but not limited to assumptions of franchise or other tax liability or credits of Illuminet Holdings) or perform such other acts as are determined to be necessary or appropriate to carry out the Illuminet Merger of Illuminet Holdings with and into the Company as described above; and

20484/00600/DOCS/1457602.1

05 MAR 25 PM 1:35

RECEIVED
SECRETARY OF STATE
CORPORATIONS DIV

RESOLVED, FURTHER, that the officers of the Company, and each of them with full authority to act without the others, are hereby authorized and directed to take such further actions, and to execute and deliver such further documents, as they may deem to be necessary, advisable or appropriate to carry into effect the purposes and intent of the foregoing resolutions.

4. The merger shall become effective on December 31, 2004 at 10:00 a.m. Eastern Standard time.

[REMAINDER OF PAGE LEFT INTENTIONALLY BLANK]

IN WITNESS WHEREOF, the Company has caused this Certificate of Ownership and Merger to be executed by its duly authorized officer as of December 30, 2004.

VERISIGN, INC.,
a Delaware Corporation

By: _____


James M. Ulam
Senior Vice President, General Counsel &
Secretary

[SIGNATURE PAGE TO THE CERTIFICATE OF OWNERSHIP AND MERGER OF ILLUMINET HOLDINGS]

Jan. 3. 2005 3:36PM
State of Delaware
Secretary of State
Division of Corporations
Delivered 08:43 AM 12/31/2004
FILED 08:44 AM 12/31/2004
SRV 040956374 - 2497886 FILE

No. 2158 P. 2

**CERTIFICATE OF OWNERSHIP
MERGING
H.O. SYSTEMS CORPORATION
(a Georgia corporation)
INTO
VERISIGN, INC.
(a Delaware corporation)**

**Pursuant to Section 253 of the
General Corporation Law of the State of Delaware**

James M. Ulam hereby certifies that:

1. He is the Senior Vice President, General Counsel and Secretary of VeriSign, Inc., a Delaware corporation (the "*Company*").
2. The Company owns all of the outstanding shares of capital stock of H.O. Systems Corporation, a corporation incorporated under the laws of Delaware.
3. The Board of Directors of the Company duly approved and adopted the following resolutions pursuant to a board meeting on December 30, 2004:

WHEREAS, and the Company's Board of Directors has determined it to be in the best interests of the Company to merge H.O. Systems Corporation. ("*H.O. Systems Corp*") with and into the Company in a statutory form merger ("*H.O. Systems Corp Merger*") pursuant to the provisions of Section 253 of the DGCL and Section 14-2-1104 of the Georgia Business Corporation Code (the "*GBCC*"), with the Company to be the surviving corporation of such H.O. Systems Corp. Merger, and to enter into an Agreement and Plan of Merger by and between H.O. Systems Corp. and the Company (the "*Agreement*");

NOW, THEREFORE BE IT RESOLVED, that the H.O. Systems Corp. Merger is hereby approved and the Agreement is hereby adopted, and that pursuant to Section 252 of the DGCL and Section 14-2-1104 of the GBCC, the Company shall merge H.O. Systems Corp. with and into the Company, with the Company being the surviving corporation of such H.O. Systems Corp. Merger, and upon the effectiveness of such H.O. Systems Merger Corp., the Company will acquire all of the assets and properties and assume all of the liabilities and obligations of H.O. Systems Corp.; and

RESOLVED, FURTHER, that, in order to carry out the H.O. Systems Corp. Merger, the appropriate officers of the Company are hereby authorized and directed, on behalf of the Company, to cause the Company to execute, deliver and file a Certificate of Merger with the Delaware Secretary of State and a Certificate of Merger with the Georgia Secretary of State, and to execute, deliver and file such additional documents (including but not limited to assumptions of franchise or other tax liability or credits of H.O. Systems Corp.)

RECEIVED
SECRETARY OF STATE
CORPORATIONS DIV

05 MAR 25 PM 1:35

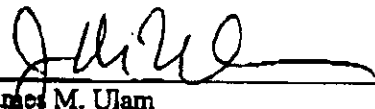
or perform such other acts as are determined to be necessary or appropriate to carry out the H.O. Systems Corp. Merger of H.O. Systems Corp. with and into the Company as described above.

4. The merger shall become effective on December 31, 2004 at 10:01 a.m. Eastern Standard time.

[REMAINDER OF PAGE LEFT INTENTIONALLY BLANK]

IN WITNESS WHEREOF, the Company has caused this Certificate of Ownership and Merger to be executed by its duly authorized officer as of December 30, 2004.

VERISIGN, INC.

By: 
James M. Ulam
Senior Vice President, General Counsel & Secretary

[SIGNATURE PAGE TO THE H.O. SYSTEMS CORPORATION CERTIFICATE OF MERGER - DELAWARE]

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "VERISIGN, 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 FOURTEENTH DAY OF JANUARY, A.D. 2005.

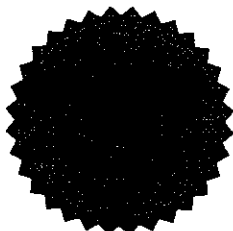
AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

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

05 FEB 25 AM 11:19

2497886 8300

050036311



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3620196

DATE: 01-14-05