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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JAN 04 2016

J SHIVERS

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: IntelliWare Systems, Inc.

Name of corporation - must include suffix

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," or "Certificate of Good Standing" and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Jennifer Warren
VP of Finance & Accounting / Corporate Secretary

Name of Person

IntelliWare Systems, Inc.

Firm/Company

5608 Southpoint Centre Blvd, Suite 100

Address

Fredericksburg, VA 22407

City/State and Zip code

jwarren@intelliwaresystems.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Alayna Payne
Accounting Manager

at (540) 604-9095 ext. 106

Name of Person

Area Code

Daytime Telephone Number

STREET/COURIER ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- | | | | |
|--|--|---|---|
| <input checked="" type="checkbox"/> \$70.00 Filing Fee | <input type="checkbox"/> \$78.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$78.75 Filing Fee &
Certified Copy | <input type="checkbox"/> \$87.50 Filing Fee,
Certificate of Status &
Certified Copy |
|--|--|---|---|

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. IntelliWare Systems, Inc.

(Enter name of corporation; must include "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. Virginia

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

3. 20-2817031

(FEI number, if applicable)

4. 3/21/2005

(Date of incorporation)

5. Perpetual

(Date of duration, if other than perpetual)

6. November 1, 2015

(Date first transacted business in Florida, if prior to registration)

(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

5608 Southpoint Centre Blvd, Suite 100

7. Fredericksburg, VA 22407

(Principal office address)

Same

(Current mailing address, if different)

8. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: Incorp Services, Inc.

Office Address: 17888 67th Court North

Loxahatchee, Florida 33470

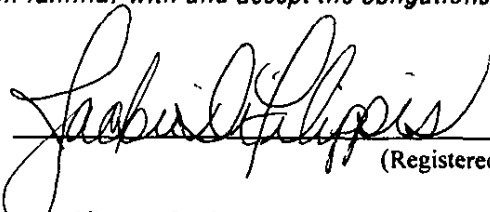
(City)

(Zip code)

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9. 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.



Jackie DeFilippis on behalf of Incorp Services, Inc.

(Registered agent's signature)

10. 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.

11. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Richard A. Barnett

Address: 7924 Gold Leaf Circle

Spotsylvania, VA 22553

Vice Chairman: _____

Address: _____

Director: Charles Qullin

Address: 11654 Plaza America Dr., Suite 500

Reston, VA 20190

Director: Dominic A. LaPore

Address: 10319 Winter Park Lane

Spotsylvania, VA 22553

B. OFFICERS

President: Dominc A. LaPore

Address: 10319 Winter Park Lane

Spotsylvania, VA 22553

Vice President: See Attached List for three VP's

Address: _____

Secretary: Jennifer R. Warren

Address: 320 Braehead Drive, Fredericksburg, VA 22401

Treasurer: Allen E. Payne

Address: 6903 Adios Ct., Fredericksburg, VA 22407

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

12. 

Signature of Director or Officer

The officer or director signing this document (and who is listed in number 11 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

13. Jennifer R. Warren, Secretary

(Typed or printed name and capacity of person signing application)

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Board/Officers	Officer? (Y/N)	Title	Address
Dick Barnett	Yes	Chairman of the Board	7924 Gold Leaf Circle, Spotsy, VA 22553
Dom LaPore	Yes	Board President	10319 Winter Park Ln., Spotsy, VA 22553
Seven8 Capital Partners LLC	No	Board Member	11654 Plaza America Dr., #500, Reston, VA 20190
Chris Long	Yes	VP of Strategic Growth	6401 Prospect St., Fred. VA 22407
Allen Payne	Yes	Board Treasurer & COO	6903 Adios Ct., Fred. VA 22407
Jennifer Warren	Yes	Board Secretary & VP of Finance & Accounting	320 Braehed Drive, Fredericksburg, VA 22401
Katie Loughran	Yes	VP of FBI Programs	2109 Spencer Rd, Silver Spring, MD 20910

Commonwealth of Virginia



State Corporation Commission

CERTIFICATE OF GOOD STANDING

I Certify the Following from the Records of the Commission:

That IntelliWare Systems, Inc. is duly incorporated under the law of the Commonwealth of Virginia;

That the date of its incorporation is March 21, 2005;

That the period of its duration is perpetual; and

That the corporation is in existence and in good standing in the Commonwealth of Virginia as of the date set forth below.

Nothing more is hereby certified.

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TALLAHASSEE, FLORIDA



*Signed and Sealed at Richmond on this Date:
December 22, 2015*

Joel H. Peck
Joel H. Peck, Clerk of the Commission