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November 25, 1997

Qualification/Tax Lien Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

100002358921--0  
-12/01/97--01080--006  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: Application by Foreign Corporation for Authorization to Transact  
Business in Florida  
ScheduleSoft Corporation

Gentlemen:

Enclosed is a completed Application by Foreign Corporation for Authorization to Transact Business in Florida and a check in the amount of \$70 to cover the filing fee.

Sincerely yours,



Beth W. Miller

BWM/mj  
pc: Hector Momparler

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

## TRANSMITTAL LETTER

To: Qualification/Tax Lien Section  
Division of Corporations

SUBJECT: ScheduleSoft Coporation  
(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", 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:

Gregory Flessas  
(Name of Person)  
ScheduleSoft Corporation  
(Firm/Company)  
6510 Schroeder Road  
(Address)  
Madison WI 53711  
(City/State/Zip)

Should you need to call someone concerning this matter, please call:

Gregory Flessas or  
Hector Momparler at ( 800 ) 416-9006  
(Name of Person) (Area Code & Daytime Telephone Number)

### COURIER ADDRESS:

Qualification/Tax Lien Section  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32399

### MAILING ADDRESS:

Qualification/Tax Lien Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

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***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.***

- 12. Names and addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable)**

**A. DIRECTORS (Street address only - P.O. Box NOT acceptable)**

Chairman: Gregory Flessas

Address: ScheduleSoft Corporation

6510 Schroeder Road Madison WI 53711

Vice Chairman: John Cotter

Address: ScheduleSoft Corporation

6510 Schroeder Road Madison WI 53711

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

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

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

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

**B. OFFICERS (Street address only - P.O. Box NOT acceptable)**

President: Gregory Flessas

Address: ScheduleSoft Corporation

6510 Schroeder Road Madison, WI 53711

Vice President: \_\_\_\_\_

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

Secretary: John Cotter

Address: ScheduleSoft Corporation


6510 Schroeder Road Madison WI 53711

Treasurer: John Cotter

Address: ScheduleSoft Corporation

6510 Schroeder Road Madison WI 53711

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

13.   
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. GREGORY FLESSAS, PRESIDENT & CEO  
(Typed or printed name and capacity of person signing application)

SECRETARY OF STATE  
DIVISION OF CORPORATE AFFAIRS  
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United States of America

State of Wisconsin

DEPARTMENT OF FINANCIAL INSTITUTIONS

To All to Whom These Presents Shall Come, Greeting:

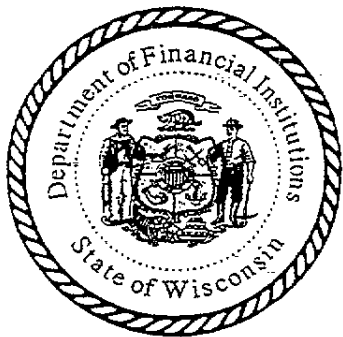
I, RICHARD L. DEAN, Secretary, Department of Financial Institutions, do hereby certify that


SCHEDULESOFT CORPORATION

is a domestic corporation organized under the laws of this state and that its date of incorporation is NOVEMBER 13, 1996.

I further certify that said corporation has not yet completed its initial report year and, accordingly, has not filed an annual report under sec. 180.1622, 180.1921, or 181.651 of the Wisconsin Statutes; and that said corporation has not filed articles of dissolution.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the official seal of the Department on NOVEMBER 12, 1997.



  
Richard L. Dean, Secretary

Department of Financial Institutions

BY: 

Effective July 1, 1996, the Department of Financial Institutions assumed the functions previously performed by the Corporations Division of the Secretary of State and is the successor custodian of corporate records formerly held by the Secretary of State.

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FILED  
SECRETARY OF STATE  
DIVISION OF FINANCIAL INSTITUTIONS