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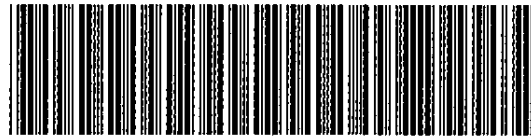
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November 26, 2012

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

Re: Harrington Software, Inc. (the "Corporation")
Our File No. 10060-1

Dear Sir or Madam:

Enclosed for filing is a Certificate of Conversion and associated Articles of Organization necessary to convert the above Corporation to Harrington Software, LLC. We have also enclosed our check in the amount of \$150.00 to cover the cost associated with our request.

Please call with any questions or comments you may have.

Sincerely,



Kathryn P. Jones

KPJ/ct
Enclosures

**CERTIFICATE OF CONVERSION FOR
HARRINGTON SOFTWARE, INC.
TO
HARRINGTON SOFTWARE, LLC**

This Certificate of Conversion and the attached Articles of Organization are submitted to convert the following Florida corporation to a Florida limited liability company.

1. Harrington Software, Inc. (the "Corporation") has been converted to a Florida limited liability company ("LLC"), in compliance with chapter 607 Florida statutes and complies with all laws governing Florida limited liability companies.

2. The terms pursuant to which the Corporation shall convert to the LLC are as set forth in a Plan of Conversion, adopted by all shareholders and directors of the Corporation and by all members of the LLC, dated of even date herewith, and in compliance with Florida Statute 607.1112.

3. The effective date of the conversion shall be the date of filing this Certificate of Conversion with the Florida Secretary of State.

4. The mailing address and street address of the principal office of the LLC is 11501 Lake Underhill Drive, Orlando, Florida 32825.

5. The name of the Corporation immediately prior to the filing of this Certificate of Conversion is Harrington Software, Inc., incorporated under the laws of the State of Florida on October 10, 2003.

6. The name of the LLC, as set forth in the attached Articles of Organization is Harrington Software, LLC.

7. The LLC shall pay all shareholders having appraisal rights any amount to which they are entitled under Florida Statutes 607.1301-607.1333.

DATED this 21 day of November, 2012.

HARRINGTON SOFTWARE, INC.

By: Richard G. Harrington, Sr.
Richard G. Harrington, Sr., President and CEO

HARRINGTON SOFTWARE, LLC

By: Richard G. Harrington, Sr.
Richard G. Harrington, Sr., Managing Member

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TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION FOR
HARRINGTON SOFTWARE, LLC,
A FLORIDA LIMITED LIABILITY COMPANY**

**ARTICLE I
NAME**

The name of the Limited Liability Company is HARRINGTON SOFTWARE, LLC.

**ARTICLE II
ADDRESS**

The mailing address of the Limited Liability Company is 11501 Lake Underhill Drive, Orlando, Florida 32825 and the street address of the principal office of the Limited Liability Company is 11501 Lake Underhill Drive, Orlando, Florida 32825.

**ARTICLE III
DURATION**

The period of duration for the Limited Liability Company shall be perpetual.

**ARTICLE IV
MANAGEMENT**

The Limited Liability Company is to be managed by a managing member. The name and address of the initial managing member is: Richard G. Harrington, Sr., 11501 Lake Underhill Drive, Orlando, Florida 32825.

**ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT**

The address of the initial Registered Office of the Limited Liability Company is 11501 Lake Underhill Drive, Orlando, Florida 32825, and the initial Registered Agent at such address is Richard G. Harrington, Sr.

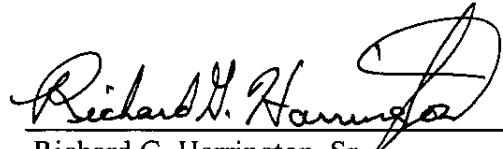
IN WITNESS WHEREOF, the undersigned managing member affirms that, under penalties of perjury, the facts stated herein are true, and the undersigned has executed these Articles of Organization this 21 day of November, 2012.

By: Richard G. Harrington, Sr.
Richard G. Harrington, Sr., Managing Member

**ACCEPTANCE OF APPOINTMENT
BY INITIAL REGISTERED AGENT**

THE UNDERSIGNED, having been named in Article V of the foregoing Articles of Organization as initial Registered Agent at the office designated therein, hereby accepts such appointment and agrees to act in such capacity. The undersigned hereby states that he is familiar with, and hereby accepts, the obligations set forth in Section 608.407, Florida Statutes, and the undersigned will further comply with any other provisions of law made applicable to him as Registered Agent of the Limited Liability Company.

DATED this 21 day of November, 2012.


Richard G. Harrington, Sr.