

FILE NOW: FILING FEE AFTER MAY 1ST IS \$550.00

FILED
Apr 21 1998 8:00am
Secretary of State

| | | |
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| PROFIT CORPORATION ANNUAL REPORT 1998 |  | FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS |
|--|---|--|

DOCUMENT # P21973 (3)
1. Corporation Name
AMERICAN SOFTWARE USA, INC.

Principal Place of Business
470 E. PACES FERRY RD.
ATLANTA GA 30305

Mailing Address
470 E. PACES FERRY RD.
ATLANTA GA 30305



DO NOT WRITE IN THIS SPACE

| | | | | | |
|--------------------------------|---------------------|---------------------|---------------------|---|--|
| 2. Principal Place of Business | | 2a. Mailing Address | | 3. Date Incorporated or Qualified 12/05/1988 | |
| 21 | Suite, Apt. #, etc. | 26 | Suite, Apt. #, etc. | 4. FEI Number 58-1809983 | |
| 22 | City & State | 27 | City & State | 5. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required | |
| 23 | Zip | 28 | Zip | 6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> \$5.00 May Be Added to Fees | |
| 24 | Country | 29 | Country | 8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No | |

9. Name and Address of Current Registered Agent

CT CORPORATION SYSTEM
1200 S. PINE ISLAND ROAD
PLANTATION FL 33324

10. Name and Address of New Registered Agent

81 Name
82 Street Address (P.O. Box Number is Not Acceptable)
83
84 City
FL 85 Zip Code

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE

Signature, typed or printed name of registered agent and filed applicable

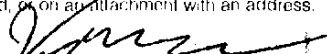
(NOTE: Registered Agent signature required when reinstating)

DATE

| | | | |
|----------------------------|-------------------------|---|---------------------------|
| 12. OFFICERS AND DIRECTORS | | 13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 | |
| TITLE | PTD | 1.1 TITLE | Vice President of Finance |
| NAME | EDENFIELD, JAMES C. | 1.2 NAME | Vincent Klinges |
| STREET ADDRESS | 470 E. PACES FERRY ROAD | 1.3 STREET ADDRESS | 470 E. PACES FERRY ROAD |
| CITY-ST-ZIP | ATLANTA GA | 1.4 CITY-ST-ZIP | Atlanta GA 30305 |
| TITLE | S | 2.1 TITLE | |
| NAME | MCGUONE, JAMES R. | 2.2 NAME | |
| STREET ADDRESS | 470 E. PACES FERRY ROAD | 2.3 STREET ADDRESS | |
| CITY-ST-ZIP | ATLANTA GA | 2.4 CITY-ST-ZIP | |
| TITLE | D | 3.1 TITLE | |
| NAME | NEWBERRY, THOMAS L. | 3.2 NAME | |
| STREET ADDRESS | 470 E. PACES FERRY ROAD | 3.3 STREET ADDRESS | |
| CITY-ST-ZIP | ATLANTA GA | 3.4 CITY-ST-ZIP | |
| TITLE | V | 4.1 TITLE | |
| NAME | ALTMAN, JAMES, L. | 4.2 NAME | |
| STREET ADDRESS | 470 E. PACES FERRY RD. | 4.3 STREET ADDRESS | |
| CITY-ST-ZIP | ATLANTA GA | 4.4 CITY-ST-ZIP | |
| TITLE | C | 5.1 TITLE | |
| NAME | PAMPLIN, PETER W. | 5.2 NAME | |
| STREET ADDRESS | 470 E. PACES FERRY RD. | 5.3 STREET ADDRESS | |
| CITY-ST-ZIP | ATLANTA GA | 5.4 CITY-ST-ZIP | |
| TITLE | | 6.1 TITLE | |
| NAME | | 6.2 NAME | |
| STREET ADDRESS | | 6.3 STREET ADDRESS | |
| CITY-ST-ZIP | | 6.4 CITY-ST-ZIP | |

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE:



4/21/98

CR2E034 (10/97)