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CARLTON FIELDS

Requestor's Name

Post Office Drawer 190

Address Nancy Hurd

Tallahassee FL 32302 224-1585

City/State/Zip Phone #

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Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

EFFECTIVE DATE

2-25-97

1. ENCOMPASS SOFTWARE, INC.

(Corporation Name)

(Document #)

2.

(Corporation Name)

(Document #)

3.

(Corporation Name)

(Document #)

4.

(Corporation Name)

(Document #)

☒ Walk in

☒ Pick up time *2/27*

☒ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

EFFECTIVE DATE
2-25-97

**ARTICLES OF INCORPORATION
OF
ENCOMPASS SOFTWARE, INC.**

SECRET
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DIVISION OF REVENUE
97 FEB 26 PM 4:34

The undersigned, acting as incorporator of a corporation under the Florida Business Corporation Act, adopts the following articles of incorporation for such corporation:

ARTICLE I

Name

The name of the corporation is Encompass Software, Inc.

ARTICLE II

Initial Principal Office and Mailing Address

The Corporation's initial principal office and mailing address is 10113 Radcliffe Drive, Tampa, Florida 33626.

ARTICLE III

Shares

The corporation shall have authority to issue 10,000 common shares with a par value of \$1.00 per share.

ARTICLE IV

Initial Registered Agent and Office

The street address of its initial registered office is 10113 Radcliffe Drive, Tampa, Florida 33626, and the name of its initial registered agent at that address is Charlotte Biladeau.

ARTICLE V

Incorporator

The name and address of the incorporator are:

Name

Address

Charlotte Biladeau

10113 Radcliffe Drive
Tampa, Florida 33626

ARTICLE VI
Initial Directors

The corporation initially shall have three directors, whose names and addresses are:

<u>Name</u>	<u>Address</u>
Charlotte Biladeau	10113 Radcliffe Drive Tampa, Florida 33626
Allan W. Lage	7224 Hammett Road Tampa, Florida 33647
Sarita Cabrera Lage	7224 Hammett Road Tampa, Florida 33647


ARTICLE VI
Pre-emptive Rights

Each shareholder of the Corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind, or series of stock in the Corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of the Corporation, in the ratio that the number of shares he or she holds at the time of issue bears to the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the Corporation, stating the prices, terms, and conditions of the issue of shares, and inviting him or her to exercise his or her pre-emptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the Corporation within thirty (30) days of receipt of notice from the Corporation.

ARTICLE VII
Corporate Existence

The corporate existence shall commence on February 25, 1997.

Dated this 25th day of February 1997.


Charlotte Biladeau, Incorporator

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DIVISION OF CORPORATIONS
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ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for the Corporation, at the place designated as the registered office, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the duties and obligations of my position as registered agent.

Dated this 25th day of February 1997.

Charlotte Biladeau

Charlotte Biladeau, Registered Agent