

TRANSMITTAL LETTER

P9900000 2691

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: BPM Software Group, Inc.
(Proposed corporate name - must include suffix)

500002735355--1
-01/08/99-01104--005
*****78.75 *****78.75

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: DOUG MCCARTY
Name (Printed or typed)

PO BOX 1380
Address

LAKE WORTH, FL 33460
City, State & Zip

561-588-0440
Daytime Telephone number

FILED
99 JAN -8 AM 11:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. BROCK JAN 11 1999

NOTE: Please provide the original and one copy of the articles.

**ARTICLES OF INCORPORATION
OF
BPM SOFTWARE GROUP, INC.**

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, under the laws of the State of Florida, hereby presents these Articles for the formation of a Corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation is BPM Software Group, Inc.

ARTICLE II

The general nature of the business to be transacted and carried on and the objectives and purpose of the corporation are to have all the rights, powers and privileges of and to do any and all of the things natural persons might or could to, and to engage in any activity or business permitted under the laws of the United States of America and the State of Florida.

ARTICLE III

The maximum number of shares which this corporation is authorized to have outstanding at any one time is One Thousand (one thousand) shares at One Dollar (\$1.00) per share par value.

ARTICLE IV

The minimum amount of capital with which this Corporation will commence business is One Hundred Dollars (\$100.00).

ARTICLE V

The corporation shall have perpetual existence.

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ARTICLE VI

The address of the principal office of this Corporation in the State of Florida is

BPM Software Group, Inc.
1617 North Federal Highway
Lake Worth, FL 33460

and the mailing address is

BPM Software Group, Inc.
PO Box 1380
Lake Worth, FL 33460

provided that the Board of Directors may from time to time, move the said principal office to any other place or places within or without the State of Florida or in foreign countries.

ARTICLE VII

The name of the initial registered agent is William C. Brasmar. The agent's address is 1617 North Federal Highway, Lake Worth, FL, 33460.

ARTICLE VIII

The name and address of the subscriber to these Articles of Incorporation is as follows: Douglas E. McCarty, 1617 North Federal Highway, Lake Worth, FL, 33460.

ARTICLE IX

(1) The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, and any right conferred upon the stockholders is subject to this reservation.

(2) The initial By-Laws of this Corporation shall be adopted by the directors. The By-Laws may thereafter be amended from time to time by the directors at any regular meeting of the said directors or any special meeting called for that purpose.

(3) Ownership of stock shall not be required to render any person eligible to hold office

either as an officer or director of this Corporation.

(4) The Corporation may, by By-Laws provision, impose such restrictions on the sale, transfer, or encumbrance of the stock of this Corporation as it may deem appropriate.


(5) Any subscriber or stockholder present at any meeting, either in person or by proxy, and any director present in person at any meeting of the Board of Directors shall conclusively be deemed to have received proper notice of such meeting unless he shall make objection at such meeting to any defect or insufficiency of notice.

IN WITNESS WHEREOF, I, the subscriber above-named as the incorporator of hereunto set my hand the 1st day of January, 1999.


Signature/Incorporator

01/01/1999
Date

I accept the appointment as registered agent.


Signature/Registered Agent

01-01-1999
Date

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