

FILED EFFECTIVE

**ARTICLES OF INCORPORATION
OF
ADOPTWARE, INC.
(an Idaho Business Corporation)**

JAN 16 PM 3:49

STATE OF IDAHO

Article 1 (Name):

The name of the corporation shall be "Adoptware, Inc."

Article 2 (Authorized Shares):

The number of shares (no par value) the corporation is authorized to issue is 1,000,000.

Article 3 (Street Address):

The street address of the registered office is 514 S. Roosevelt, Boise, ID 83705, and the registered agent at such address is Brett Nelson.

Article 4 (Incorporator):

The name and address of the incorporator is Thomas McGuire, 1201 W. Washington #3, Boise, ID 83702.

Article 5 (Mailing Address):

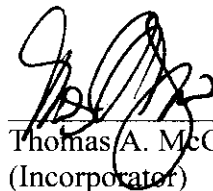
The mailing address of the corporation shall be 514 S. Roosevelt, Boise, ID 83705.

Article 6 (Purpose):

The purpose of the corporation is to develop, design, produce, license, and sell adoption service management software and other software products, and conduct any other lawful businesses.

Article 7 (Directors):

Brett Nelson, 514 S. Roosevelt, Boise, ID 83705, shall act as initial directors.


Thomas A. McGuire
(Incorporator)

IDAHO SECRETARY OF STATE
01/16/2003 05:00
CK: 1201 CT: 166567 BH: 657353
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