

**CERTIFICATE OF FORMATION
OF
IDT SOFTWARE, INC.**

The undersigned, for the purpose of forming an Alabama corporation pursuant to the provisions of the Alabama Business and Nonprofit Entity Code and the Alabama Business Corporation Law, as the same now exists or as may hereafter be amended (the "Law"), does hereby adopt the following Certificate of Formation:

ARTICLE I.

The name of the Corporation is "IDT SOFTWARE, INC." (the "Corporation").

ARTICLE II.

The purposes for which the Corporation is formed are:

- (a) To operate a software company, and/or;
- (b) To transact any lawful business for which corporations may be organized under the Law.

ARTICLE III.

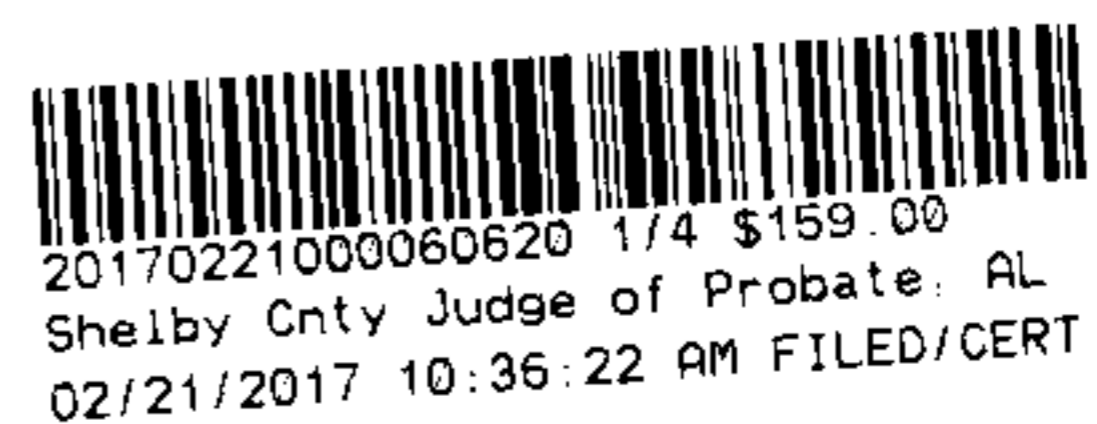
The existence of the Corporation shall commence on the date of the filing of this Certificate of Formation in the Office of the Judge of Probate, and shall be "perpetual" unless otherwise stated.

ARTICLE IV.

(a) The total number of shares, which the Corporation shall have authority to issue, is One Thousand (100,000) Common Shares, par value of (\$0.001) per share.

(b) All issued and outstanding shares have the same preferences and relative rights, including, without limitation, (i) unlimited voting rights for all purposes at the rate of one vote per share and (ii) the right to receive the net assets of the Corporation upon dissolution.

(c) No shareholder of the Corporation shall be entitled as a matter of right to subscribe for, purchase, receive or acquire as a preemptive right any shares, or other securities convertible into shares, of the Corporation which it may issue or sell, whether out of the number of shares now or hereafter authorized or out of shares now or hereafter held in its treasury, but all such additional



A handwritten signature, possibly "JW", is written in the bottom right corner of the page.

shares or other securities may be issued or disposed of by the Board of Directors to such persons and upon such terms as in its absolute discretion it may deem advisable.

ARTICLE V.

The street address of the initial registered office of the Company is:
3901 Highland Lakes Road, Birmingham, Alabama 35242.

The name of the initial registered agent at the said registered office is:
Larry R. Garrett.

ARTICLE VI.

The name of the Incorporator/Organizer is Joshua M. Watkins, Esq., at Watkins Law Firm, LLC, 3764 Montevallo Road S., Birmingham, Alabama 35213.

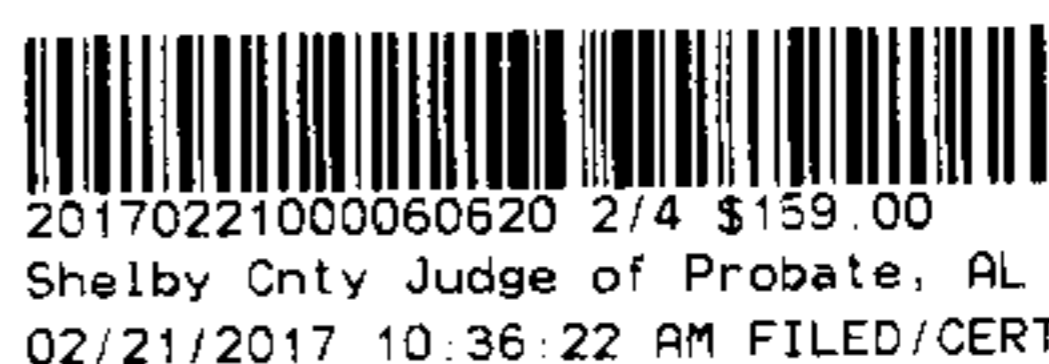
ARTICLE VII.

(a) The name(s) and address(es) of the individual(s) who is/are to serve as the initial member(s) of the Board of Directors is/are as follows:

Michael H. Atkison	108 Lighthouse Drive Alabaster, AL 35007
--------------------	---

Larry R. Garrett	3901 Highland Lakes Road Birmingham, AL 35242
------------------	--

(b) A Director of the Corporation shall have no liability to the Corporation or its shareholders for money damages for any action taken, or any failure to take any action, as a Director, except liability for (i) the amount of a financial benefit received by a Director to which he or she is not entitled; (ii) an intentional infliction of harm on the Corporation or its shareholders; (iii) a violation of Section 10A-2-8.33 of the Law; (iv) an intentional violation of criminal law; or (v) a breach of the Director's duty of loyalty to the Corporation or its shareholders. If the Law, or any successor statute thereto, is hereafter amended to authorize the further elimination or limitation of the liability of a director of a corporation, then the liability of a Director of the Corporation, in addition to the limitations on liability provided herein, shall be limited to the fullest extent permitted by the Law, or any successor statute thereto. No amendment to or repeal of this Article shall apply



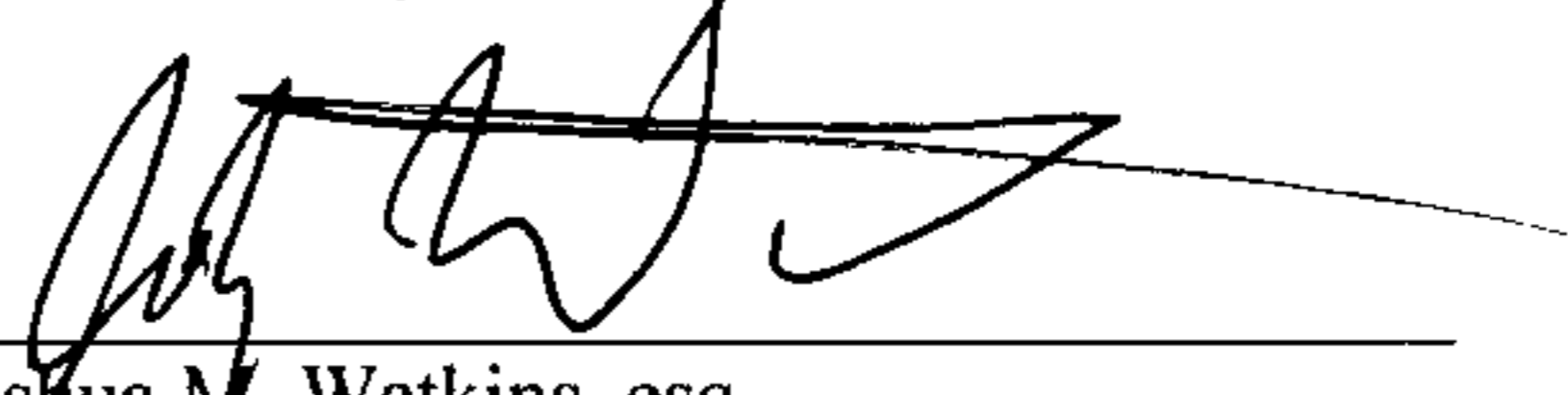
JW

to or have any effect on the liability or alleged liability of any Director of the Corporation for or with respect to any acts or omissions of such Director occurring prior to such amendment or repeal.

ARTICLE VIII.


The Corporation has the same powers as an individual to take action and do all things necessary or convenient to carry out its business and affairs, except as otherwise provided by the Alabama Business and Nonprofit Entity Code or the Corporation's governing documents, including without limitation, all entity powers provided in Sections 10A-1-2.11, 10A-1-2.12 and 10A-1-2.13 of the Law. It is hereby expressly provided that the foregoing reference to entity powers shall not be held to limit or restrict in any manner the powers of the Corporation otherwise granted by law.

IN WITNESS WHEREOF, the undersigned Incorporator/Organizer does hereby make this Certificate of Formation and does hereby affirm that the facts stated herein are true, and accordingly signs this Certificate of Formation this 19th day of February, 2017.



Joshua M. Watkins, esq.
Incorporator/Organizer

This instrument prepared by:
Joshua M. Watkins, Esq.
Watkins Law Firm, LLC
3764 Montevallo Road S.
Birmingham, Alabama 35213


20170221000060620 3/4 \$159.00
Shelby Cnty Judge of Probate, AL
02/21/2017 10:36:22 AM FILED/CERT

John H. Merrill
Secretary of State

P.O. Box 5616
Montgomery, AL 36103-5616

STATE OF ALABAMA

I, John H. Merrill, Secretary of State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that

pursuant to the provisions of Title 10A, Chapter 1, Article 5, Code of Alabama 1975, and upon an examination of the entity records on file in this office, the following entity name is reserved as available:

IDT Software, Inc.

This name reservation is for the exclusive use of Joshua Martin Watkins, 3764 Montevallo Road S, Birmingham, AL 35213 for a period of one year beginning February 17, 2017 and expiring February 17, 2018

20170221000060620 4/4 \$159.00
Shelby Cnty Judge of Probate: AL
02/21/2017 10:36:22 AM FILED/CERT



RES750020

In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the city of Montgomery, on this day.

February 17, 2017

Date

Handwritten signature of John H. Merrill in cursive script.

John H. Merrill

Secretary of State