

1.) CORPORATION NAME:

The Ultimate Software Group, Inc.

DUE DATE: **12/30/2010**

SCC ID NO: **F1405044**

2.) VA REGISTERED AGENT NAME AND OFFICE ADDRESS: **B.E.**

AUTH IN VI

CT CORPORATION SYSTEM

4701 COX RD STE 301

GLEN ALLEN, VA 23060-6802

5.) STOCK INFORMATION

CLASS	AUTHORIZED
COMMON	50,000,000
PREFER	2,500,000

3.) CITY OR COUNTY OF VA REGISTERED OFFICE:

HENRICO COUNTY

4.) STATE OR COUNTRY OF INCORPORATION:

DE

6.) PRINCIPAL OFFICE ADDRESS:

ADDRESS: 2000 ULTIMATE WAY

CITY/ST/ZIP: WESTON, FL 33326-

7.) DIRECTORS AND PRINCIPAL OFFICERS: All directors and principal officers must be listed. An individual may be designated as both a director and an officer.

NAME: SCOTT SCHERR
TITLE: P/CEO/CHM
ADDRESS: 2000 ULTIMATE WAY
CITY/ST/ZIP/CO: WESTON, FL 33326-

OFFICER

DIRECTOR

NAME: VIVIAN MAZA
TITLE: S/VP
ADDRESS: 2000 ULTIMATE WAY
CITY/ST/ZIP/CO: WESTON, FL 33326-

OFFICER

DIRECTOR

NAME: MITCHELL K DAUERMAN
TITLE: T/CFO/EVP
ADDRESS: 2000 ULTIMATE WAY
CITY/ST/ZIP/CO: WESTON, FL 33326-

OFFICER

DIRECTOR

NAME: MARC D SCHERR
TITLE: V CHRNM/COO
ADDRESS: 2000 ULTIMATE WAY
CITY/ST/ZIP/CO: WESTON, FL 33326-

OFFICER

DIRECTOR

NAME: JAMES A FITZPATRICK JR
TITLE: DIRECTOR
ADDRESS: 2000 ULTIMATE WAY
CITY/ST/ZIP/CO: WESTON, FL 33326-

OFFICER

DIRECTOR

NAME: LEROY A VANDER PUTTEN TITLE: DIRECTOR ADDRESS: 2000 ULTIMATE WAY CITY/ST/ZIP/CO: WESTON, FL 33326-	<input type="checkbox"/> OFFICER <input checked="" type="checkbox"/> DIRECTOR
NAME: FRANK P SATALINO TITLE: VICE PRESIDENT ADDRESS: 1485 NORTH PARK DRIVE CITY/ST/ZIP/CO: WESTON, FL 33326-3215	<input checked="" type="checkbox"/> OFFICER <input type="checkbox"/> DIRECTOR
NAME: ROBERT A YANOVER TITLE: DIRECTOR ADDRESS: 2000 ULTIMATE WAY CITY/ST/ZIP/CO: WESTON, FL 33326-	<input type="checkbox"/> OFFICER <input checked="" type="checkbox"/> DIRECTOR
NAME: RICK A WILBER TITLE: DIRECTOR ADDRESS: 2000 ULTIMATE WAY CITY/ST/ZIP/CO: WESTON, FL 33326-	<input type="checkbox"/> OFFICER <input checked="" type="checkbox"/> DIRECTOR
NAME: ALOIS T LEITER TITLE: DIRECTOR ADDRESS: 2000 ULTIMATE WAY CITY/ST/ZIP/CO: WESTON, FL 33326-	<input type="checkbox"/> OFFICER <input checked="" type="checkbox"/> DIRECTOR
I AFFIRM THAT THE INFORMATION CONTAINED IN THIS ELECTRONIC REPORT IS ACCURATE AND COMPLETE AS OF THE DATE BELOW AND THAT I AM LEGALLY AUTHORIZED TO SIGN THIS REPORT.	
/s/ FRANK P SATALINO _____ SIGNATURE OF DIRECTOR/OFFICER LISTED IN THIS REPORT	FRANK P SATALINO, VICE _____ PRESIDENT PRINTED NAME AND CORPORATE TITLE
_____ DATE	
1/27/2011	
It is a Class 1 misdemeanor for any person to sign a document, which includes this electronic record, that is false in any material respect with the intent that the document be delivered to the Commission for filing.	