



**State of Rhode Island and Providence Plantations
Office of the Secretary of State**

Fee: \$50.00

Division Of Business Services
148 W. River Street
Providence RI 02904-2615
(401) 222-3040

**Foreign Business Corporation
Annual Report**

Filing Period: January 1 - March 1

In accordance with R.I.G.L. 7-1.2-1501(e), each corporation failing or refusing to file its annual report within thirty (30) days after the time prescribed by law (R.I.G.L. 7-1.2-1501(c&d)) is subject to a penalty fee of \$25.00.

ANNUAL REPORT YEAR: 2012

1. Corporate ID No. 000156049

2. Name of Corporation SUMTOTAL SYSTEMS, INC.

3. Street Address Principal Business Office:

No. and Street: 2850 NW 43RD STREET
SUITE #200

City or Town: GAINESVILLE State: FL Zip: 32606 Country: USA

4. Business Phone No.

5. State of Incorporation

State: DE

6. Brief Description of the Character of Business Conducted in Rhode Island

Global provider of talent and learning management solutions

7. Names and Addresses of the Officers and Directors:

All officers and directors must be listed.

Title	Individual Name First, Middle, Last, Suffix	Address Address, City or Town, State, Zip Code, Country
PRESIDENT	JOHN BORGERDING	2850 NW 43RD STREET, SUITE #200 GAINESVILLE, FL 32606 USA
CFO	BETTY HUNG	2850 NW 43RD STREET, SUITE #200 GAINESVILLE, FL 32606 USA
ASSISTANT SECRETARY	MARC MARCHIEL	2850 NW 43RD STREET, SUITE #200 GAINESVILLE, FL 32606 USA
DIRECTOR	JOHN BORGERDING	2850 NW 43RD STREET, SUITE #200 GAINESVILLE, FL 32606 USA
DIRECTOR	ROBERT ROGERS	2850 NW 43RD STREET, SUITE #200 GAINESVILLE, FL 32606 USA
DIRECTOR	BRIAN SHETH	2850 NW 43RD STREET, SUITE #200 GAINESVILLE, FL 32606 USA
DIRECTOR	ROBERT SMITH	2850 NW 43RD STREET, SUITE #200 GAINESVILLE, FL 32606 USA
DIRECTOR	MARTIN TAYLOR	2850 NW 43RD STREET, SUITE #200 GAINESVILLE, FL 32606 USA

8. Shares Authorized and Issued

Class of Stock	Series of Stock	Par Value Per Share	Total Authorized Shares <i>Number of Shares</i>	Total Issued and Outstanding <i>Num of Shares</i>
CWP		\$0.00	100,000,000.00	32258405
PWP		\$0.00	5,000,000.00	0

9. This report must be executed on behalf of the corporation by an authorized representative. If the corporation is in the hands of a receiver or trustee, this report must be executed on behalf of the corporation by the receiver or trustee.

Signed this 20 Day of January, 2012 at 3:21:51 PM. *This electronic signature of the individual or individuals signing this instrument constitutes the affirmation or acknowledgement of the signatory, under penalties of perjury, that this instrument is that individual's act and deed or the act and deed of the corporation, and that the facts stated herein are true, as of the date of the electronic filing, in compliance with R.I. Gen. Laws § 7-1.2.*

By MANDELIN HENDRICKS

Signature of Authorized Representative of the Corporation

POA

Title

This report cannot be accepted for filing if an officer has executed the form and he/she is not listed in section 7.

