

EDS A27-19-025-A3

Securities Federal Filings

AMENDMENT # 3
Contract # EDS A27-10-025-A3

This is an Amendment to the Contract (the "Contract") previously identified as EDS # A27-19-025 entered into by and between the **Indiana Secretary of State (the "State")** and **eimage Technology Group Inc. (the "Contractor")** approved by the last State signatory on April 11, 2019.

In consideration of the mutual undertakings and covenants hereinafter set forth, the parties agree as follows:

1. The Contract is hereby extended for an additional period of 30 days. It shall terminate on **July 31, 2023**.
2. The Contract is amended to include services for the Secretary of State Securities Division Federal Filings as detailed in **Attachment A**.
3. Rates for services detailed in Attachment A are detailed in **Attachment A**. Consideration for services detailed in **Attachment A** shall not exceed **Thirty-Five Thousand Dollars (\$35,000.00)**. Total remuneration under the Contract as amended shall not exceed **Five Hundred Seventeen Thousand, Five Hundred Dollars (\$517,500.00)**.

All matters set forth in the original Contract and not affected by this Amendment shall remain in full force and effect.

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Securities Federal Filings

Non-Collusion and Acceptance

The undersigned attests, subject to the penalties for perjury, that the undersigned is the Contractor, or that the undersigned is the properly authorized representative, agent, member or officer of the Contractor. Further, to the undersigned's knowledge, neither the undersigned nor any other member, employee, representative, agent or officer of the Contractor, directly or indirectly, has entered into or been offered any sum of money or other consideration for the execution of this Amendment other than that which appears upon the face hereof. **Furthermore, if the undersigned has knowledge that a state officer, employee, or special state appointee, as those terms are defined in IC § 4-2-6-1, has a financial interest in the Amendment, the Contractor attests to compliance with the disclosure requirements in IC § 4-2-6-10.5.**

In Witness Whereof, the Contractor and the State have, through their duly authorized representatives, entered into this Amendment. The parties, having read and understood the foregoing terms of this Amendment, do by their respective signatures dated below agree to the terms thereof.

cimagine Technology Group Inc. [Contractor]

DocuSigned by:
By: Joel Russell
3000C14C82E7432...
Joel Russell Founder/CEO
Name and Title, Printed
Date: 5/9/2023

Indiana Secretary of State [Indiana Agency]

By: [Signature]
Jerold A. Bonnet, Deputy Secretary of State
Date: 5/10/23

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ATTACHMENT A

Indiana Secretary of State

Federally-Covered Securities New Portal Filing



eimage technology group, inc.

Submitted on May 5, 2023

by Justin Groves

jgroves@eimage.com

8925 N Meridian St

Indianapolis, IN 46260

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OUR UNDERSTANDING

Under contract EDS A27-18-001-A2 on behalf of the Indiana Secretary of State (SOS), eimage is responsible for providing continuous maintenance, support, and upgrades for Microsoft Dynamics CRM. Recently, the SOS team has identified a need for a new filing option for federally covered securities and has produced twelve user stories outlining specific requirements for this feature. In addition to ongoing ticket support, eimage has been tasked with providing the necessary resources to develop the federally covered securities filing project.

FEDERALLY COVERED SECURITIES FILING IN PORTAL

Estimated Time and Cost

Following a thorough examination of the user stories (included as Attachment A) and consultations with the SOS team, eimage estimates that approximately **280 hours** will be necessary to finalize the development and testing of the twelve user stories. The total estimated cost for the development efforts of the twelve user stories is **\$35,000**. Costs are based on an estimated 258 hours at an average hourly rate of \$125 per hour. The fees will be time and materials. Our team will utilize the remaining time on the M&O contract to provide ticket support and begin efforts on the federally covered securities filing efforts.

It is our understanding that SOS would like this project to be completed by June 30, 2023. Assuming there are no additional requests or changes to requirements as outlined in Attachment A after the development work begins, eimage should be able to complete the necessary development work by the required timeline. If any unexpected delays occur, the project timeline may need to be re-evaluated. The table below provides our proposed team and allocation to ensure that the federally covered securities filing can be properly developed and tested within the given time constraints.

Role	Hours Allocated / Week	Weeks Remaining**	Total Expected Hours / Activity
Project Manager	5	8	40
Business Analyst	5	8	40
Developer	20	8	160
Quality Analyst	5	8	40



Estimated Total Hours	280
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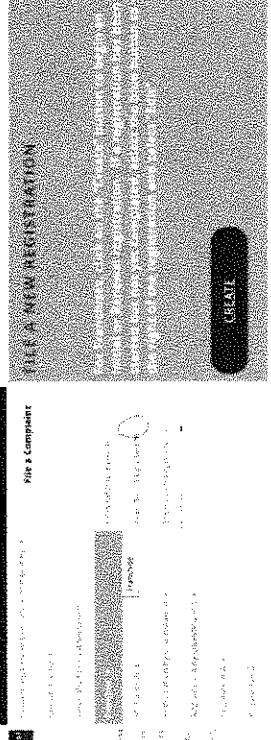
***Assumes these new development efforts begin on May 8, 2023, and end on June 30, 2023.
Any delay to the start of the project will impact the timeline.*

ASSUMPTIONS

- The projected timeline for the federally covered securities filing in the portal project is based on a development start date of May 8, 2023. Any delay in negotiations may result in a change to the schedule.
- All user stories will be finalized and approved by the SOS team prior to commencement.
- Meetings necessary for these additional portal development efforts will be combined with regularly scheduled support meetings.
- The SOS team will continue to prioritize 3 – 4 tickets per week for developer support.
- Unprioritized tickets will not be addressed within this M&O contract.

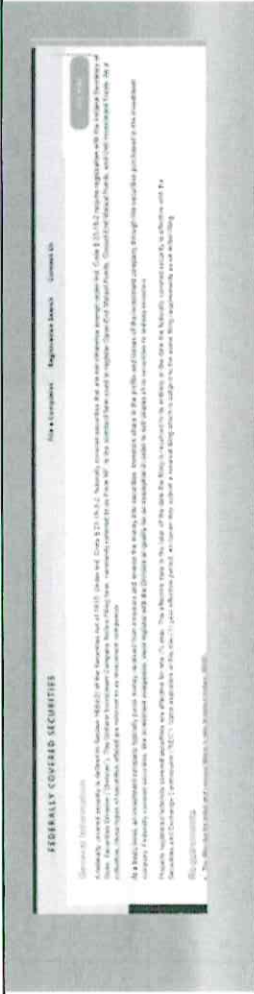
B I A N K



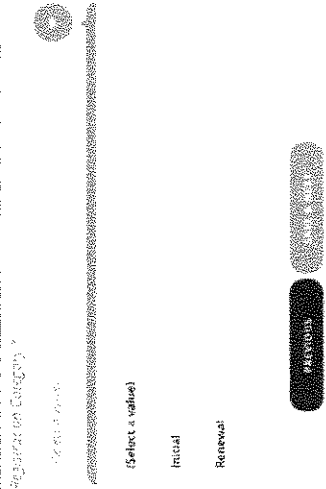
As a	Registrant
I want	The ability to file an Initial, Renewal or an Amendment through the portal for FCS
So that	I can send the Notice filing for Federally Covered Securities in the State of Indiana electronically.
Business Rules	• Require Users to Log in to file a Registration (add padlock) • After the registrant selects the Registration, add the Create to the Registrations Page. • Should function like Franchise registrations.
Mock-up/Reference Screenshot	
Acceptance Criteria	As a registrant I should not be able to submit a registration unless I am logged in. Once logged in and select Federally Covered Registration, I should be able to create my submission.

ATTACHMENT A

User Story Federally Covered Securities New Portal Filing

As a	Registrant
I want to	Review the requirements for my registration and be able to select the File Here button.
So that	Registrant can begin the process flow for filing a registration.
Business Rules	Same functionality as currently
Mock-up	
Acceptance Criteria	Registrant will review the requirements and select the File Here button. Upon selecting the File Here button Registrant will begin the filing process flow



As a	Registrant
I want to	Select the type of registration that I am submitting.
So that	My Form NF can be processed by the Compliance staff
Business Rules	Upon selecting the Create button user should be able to • Select the Registration Category of ☐ Initial ☐ Renewal ☐ Amendment • Previous and Save & Next would be located at the lower part of the page
Mock-up/Reference Screenshot	
Acceptance Criteria	Registrant will be able to select the type of registration they are needing to file.



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As a	Registrant
I want to	Submit my filing to the SOS Compliance Staff
So that	My Form NF can be processed by the Compliance staff
Business Rules	Top of screen displays. • Notice in the State/Commonwealth of Indiana should be a static display. • Below fields would have an asterisk indicating required information: ○ User enters Name of Issuer. ○ User enters address of Issuer. ○ User enters City, State, Zip. ○ User enters Email address. ○ User enters Phone number. • Previous and Save & Next would be located at the lower part of the page
Mockup Screenshots:	



Acceptance Criteria	User should be able to enter required information.
As a	Registrant
I want to	Inform the agency of the type of filing being submitted and provide details related to the offering.
So that	My Form NF can be processed by the Compliance staff
Business Rules	• New page labeled Offering to contain this information. ○ Type of Filing selected from drop down. ▪ Open End Mutual Fund ▪ Unit Investment Trust ▪ Closed-end Mutual Fund • For Name Changes, provide former names is optional. • For Amendments specify nature of changes is optional ▪ Description of Securities (This should be a text field) ▪ Name of fund ▪ Other (specify) ▪ Portfolio ▪ Classes ▪ Fiscal Year End of the Issuer (if applicable) • Check box for "Are all of the securities described on this form offered in one prospectus Yes/No" • Previous and Save & Next would be located at the lower part of the page



Mock-up	
Acceptance Criteria	User should be able to enter required information
As a	Registrant
I want to	Identify the Primary Contact
So that	My form can be submitted
Business Rules	• Should include all relevant fields: Required ☐ Name ☐ Company ☐ Address ☐ City, State, Zip ☐ Email Address ☐ Phone Number • Previous and Save & Next would be located at the lower part of the page



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Mock-up	The Primary Contact of the Registrant will be contacted with the questions regarding the registration. If the registrant changes, contact the Division at compliance@sec.gov or 1-800-368-1099. 1. Name of Registrant: 2. Address: 3. City: 4. State: 5. ZIP: 6. Phone: 7. Email: 8. Website: 9. Other:
Acceptance Criteria	Identify the Primary Contact

As a	Registrant
I want to	Provide Additional Information for my filing
So that	My filing can be made effective appropriately
Business Rules	Title Page Additional Information/ Sales Offerings CIK # Federal ID # (if Applicable) Broker- Dealer Broker Dealer's CRD #



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SEC Registration Number (If Applicable) State of Incorporation/Charter	
• Sales Offerings ○ Sales Report [To the extent not applicable, place N/A in the blank(s)] ○ Period covered Beginning Date (date picker) Ending Date (date picker) ○ Balance at beginning of period: \$ Field box to allow only numeric characters. ○ Increases during period: \$ Field box to allow only numeric characters. ○ Amount available for sale: \$ Field box to allow only numeric characters. ○ Sales during the period: \$ Field box to allow only numeric characters. ○ Unsold balance at the end of period: \$ Field box to allow only numeric characters. • Previous and Save & Next would be located at the lower part of the page.	Additional Information CIK # (EDGAR) Broker Dealer Broker Dealer's CRD # Federal ID # SEC Registration # (if Applicable) State of Incorporation/Charter For filing to increase the dollar amount of securities reported during the notice period provide the following Previous Amount of Securities: 2. Amount of Increase 3. Cumulative Amount of Securities Sales Offerings Sales Report [To the extent not applicable, place N/A in the blank(s)] Period Covered: Beginning date: Ending: Balance at beginning of period: \$ Increases during period: \$ Amount available for sale: \$ Sales during the period: \$ Unsold balance at end of period: \$ Previous Next

Mock-up



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Acceptance Criteria	Ability to enter information and provide relevant information
As a	Registrant
I want to	Provide Consent to Service of Process
So that	Service of Process is always the Secretary of State -Indiana
Business Rules	- Title section will be Agent Information as seen in the screen capture. - Information is always static. - Previous and Save & Next would be located at the lower part of the page



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Mock-up	Pursuant to the Code § 22-22-5-24, the Agent must be entered as the Indiana Secretary of State. (FBI/DOJ/SEC/AG/INT) Name: _____ This is a sample registration for the Agent. Indiana Secretary of State Address Line 1: _____ Address Line 2: _____ Address Line 3: _____ City: _____ State: _____ Zip: _____ 2nd Line: _____ 40204 Previous Save & Next
Acceptance Criteria	This information will be non-editable by the user

As a	Registrant
I want to	Provide Signatures
So that	I acknowledge that I am signing this document



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Business Rules"	• This wording would appear at the top of the form. The undersigned under penalties of perjury certifies that s/he has executed this Uniform Investment Company notice of behalf of, and with the authority of the issuer. The undersigned and the issuer represent that the information and statements contained in the notice filed, are current true and complete to the best of his or her knowledge, information and belief and that any documents submitted with the notice are true copies of the originals, and that the securities covered by this Notice are Covered Securities as defined by Section 18(b)(2) of the Securities Act of 1933. • Additional wording would be included as part of the signatory area. • All information would be required including the Checkbox I affirm that all of the foregoing responses are true. • Previous and Save & Next would be located at the lower part of the page
Mock-up	Click submit to finish your application. You will not be able to edit your application once it has been submitted. Pursuant to Indiana Code § 23-20-1-31 a person commits a Level 6 felony if the person knowingly makes or causes to be made: (1) in any document filed with the Securities Division; or (2) in any proceeding; under this chapter any statement that is false or misleading in any material respect. ☐ I agree to provide the information requested in this application. Name of Issuer Title of Agent for Issuer Date Signature Submit Previous Save & Next
Acceptance Criteria	User will be able to enter the required information and will not be able to proceed if not completed
As a	Registrant



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I want to	Be able to upload required documents
So that	Compliance Staff may review for accuracy and completeness
Business Rules	• Will follow existing business rules for document Uploads. • Required language will need to be inserted (On hold from business unit) • Previous and Submit button is present at the left side of the page
Mock-up	
Acceptance Criteria	Ability to upload my documents and submit my filing

Commented [SK7]: Can we remove this as it is not used -
As part of the application process. Please confirm



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As a	Registrant
I want to	Pay for My filing
So that	I can file electronically
Business Rules"	• After selecting the Submit button on the documents page user is taken to the Payment screen and selects the Pay Now • Same business rules for the portal apply
Mock-up	REGISTRATION SUBMITTED PAY NOW OR COMPLETE A REGISTRATION.
Acceptance Criteria	After selecting the Pay Now, I am directed to the VPS portal. VPS pass through should function in the same manner as current filings.



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As a	Compliance Officer
I want to	See the FCS that was filed through the portal
So that	I can review and process the FCS accordingly
Business Rules	• Fields populate accordingly and are mapped to respective fields. • Once the user saved but did not submit payment online, the inhouse record generated displays a registration status as Draft. • Once paid, the registration status goes to Received Online. • Remaining business rules function as a Franchise Registration.
Mock-up	



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Acceptance Criteria

All information imports into the correct fields and allows for processing.

