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CL 10-17



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032
REFERENCE : 521811 7551220
AUTHORIZATION : *Spuddean*
COST LIMIT : \$ 78.75

ORDER DATE : October 12, 2006
ORDER TIME : 9:14 AM
ORDER NO. : 521811-010
CUSTOMER NO: 7551220

FOREIGN FILINGS

NAME: THE WESTERN UNION COMPANY

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Matthew Young -- EXT# 2962

EXAMINER: _____

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. The Western Union Company
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware 3. 20-4531180
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 2/17/2006 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. September 29, 2006
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 12500 E. Belford Avenue, Englewood, Colorado 80112
(Principal office address)

12500 E. Belford Avenue, Englewood, Colorado 80112
(Current mailing address)

8. The company provides consumer-to-consumer and consumer-to-business money transfer services.
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida 32301
(City) (Zip code)

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10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Corporation Service Company

By: [Signature]
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: See attached list

Address:

Vice Chairman:

Address:

Director:

Address:

Director:

Address:

B. OFFICERS

President: See attached list

Address:

Vice President:

Address:

Secretary:

Address:

Treasurer:

Address:

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Sarah J. Kilgore
(Signature of Director or Officer listed in number 12 of the application)

14. Sarah Kilgore, Vice President and Assistant Secretary
(Typed or printed name and capacity of person signing application)

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The Western Union Company
List of Directors and Officers
As of October 11, 2006

<u>Name/Address</u>	<u>Title</u>
Jack Greenberg 12500 East Belford Avenue Englewood, CO 80112	Director
Dinyar Devitre 12500 East Belford Avenue Englewood, CO 80112	Director
Betsy D. Holden 12500 East Belford Avenue Englewood, CO 80112	Director
Alan J. Lacy 12500 East Belford Avenue Englewood, CO 80112	Director
Linda Fayne Levinson 12500 East Belford Avenue Englewood, CO 80112	Director
Roberto G. Mendoza 12500 East Belford Avenue Englewood, CO 80112	Director
Michael A. Miles 12500 East Belford Avenue Englewood, CO 80112	Director
Dennis Stevenson 12500 East Belford Avenue Englewood, CO 80112	Director
Christina A. Gold 12500 East Belford Avenue Englewood, CO 80112	Director, President and Chief Executive Officer
Scott T. Scheirman 12500 East Belford Avenue Englewood, CO 80112	Executive Vice President & Chief Financial Officer
David L. Schlapbach 12500 East Belford Avenue Englewood, CO 80112	Executive Vice President, Secretary & General Counsel

Name/Address**Title**

Richard Badler
12500 East Belford Avenue
Englewood, CO 80112

Executive Vice President

David Barnes
12500 East Belford Avenue
Englewood, CO 80112

Executive Vice President

Guy A. Battista
12500 East Belford Avenue
Englewood, CO 80112

Executive Vice President

Royal W. Cole
12500 East Belford Avenue
Englewood, CO 80112

Executive Vice President

Hikmet Ersek
12500 East Belford Avenue
Englewood, CO 80112

Executive Vice President

Robin S. Heller
12500 East Belford Avenue
Englewood, CO 80112

Executive Vice President

Ian Marsh
12500 East Belford Avenue
Englewood, CO 80112

Executive Vice President

William D. Thomas
12500 East Belford Avenue
Englewood, CO 80112

Executive Vice President

Grover N. Wray
12500 East Belford Avenue
Englewood, CO 80112

Executive Vice President

Amintore Schenkel
12500 East Belford Avenue
Englewood, CO 80112

Senior Vice President, Controller & Chief
Accounting Officer

Rajesh K. Agrawal
12500 East Belford Avenue
Englewood, CO 80112

Senior Vice President & Treasurer

Walter A. Peters
12500 East Belford Avenue
Englewood, CO 80112

Senior Vice President

Sarah Kilgore
12500 East Belford Avenue
Englewood, CO 80112

Vice President & Assistant Secretary

Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "THE WESTERN UNION COMPANY" IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWELFTH DAY OF OCTOBER, A.D. 2006.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "THE WESTERN UNION COMPANY" WAS INCORPORATED ON THE SEVENTEENTH DAY OF FEBRUARY, A.D. 2006.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 5109851

DATE: 10-12-06