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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

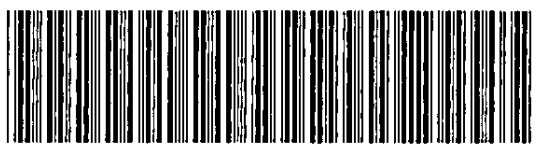
(Business Entity Name)

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DIVISION OF CORPORATIONS



CORPORATION SERVICE COMPANY

ACCOUNT NO. : I20000000195

REFERENCE : 150094 7786310

AUTHORIZATION

Spudde man

COST LIMIT \$ 70.00

ORDER DATE : May 22, 2014

ORDER TIME : 3:25 PM

ORDER NO. : 150094-005

CUSTOMER NO: 7786310

FOREIGN FILINGS

NAME: SHAZAM, INC.

XXXX QUALIFICATION (TYPE: NP)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_____ CERTIFIED COPY
XX _____ PLAIN STAMPED COPY
_____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Emily Gray -- EXT# 62925

EXAMINER: _____

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: SHAZAM, Inc.
Name of Corporation -- must include suffix

Dear Sir or Madam:

The enclosed "Application by Foreign Not for Profit Corporation for Authorization to Conduct its Affairs in Florida", "Certificate of Existence", or "Certificate of Status" and check are submitted to register the above referenced not for profit corporation to conduct its affairs in Florida.

Please return all correspondence concerning this matter to the following:

Amy Adkins
Name of Person
SHAZAM, Inc.
Firm/Company
6700 Pioneer Parkway
Address
Johnston, IA 50131
City/State and Zip Code
legalteam@shazam.net
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Amy Adkins at (515) 288-2828 ext. 4024
Name of Person Area Code & Daytime Telephone Number

MAILING ADDRESS:
New Filing Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

STREET/COURIER ADDRESS:
New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy

APPLICATION BY FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO CONDUCT ITS AFFAIRS IN FLORIDA

IN COMPLIANCE WITH SECTION 617.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO CONDUCT ITS AFFAIRS IN THE STATE OF FLORIDA:

Alt Name for Florida: Its Network, Inc.

1. SHAZAM, Inc.
(Name of corporation: must include the word "INCORPORATED" or "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present. "Company" or "Co." may not be used as a corporate suffix by a nonprofit corporation.)

2. Iowa 3. 42-1063794
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 3/22/76 5. perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. no affairs have been conducted at this point
(Date first conducted affairs in Florida if prior to registration. See sections 617.1501 & 617.1502, F.S. to determine penalty liability.)

7. 6700 Pioneer Parkway, Johnston, IA 50131
(Principal office address)

6700 Pioneer Parkway, Johnston, IA 50131
(Current mailing address)

8. please see attached
(Purpose(s) of corporation authorized in home state or country to be carried out in the 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: Emily Gray Asst V.P.
(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 addresses of officers and/or directors

A. DIRECTORS

Chairman: please see attached

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: please see attached

Address: _____

Vice President: _____

Address: _____

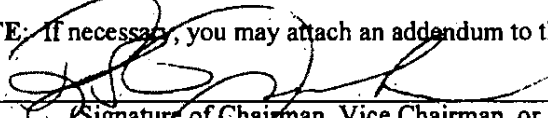
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. **RICHARD S. JENKINS** SOP / General Counsel
(Typed or printed name and capacity of person signing application)

Purpose:

To promote, develop, provide and operate on a nonprofit basis facilities through which financial institutions and customers may engage, by means of either the direct transmission of electronic impulses to and from a financial institution or the recording of electronic impulses or other indicia of a transaction for delayed transmission to a financial institution, in transactions in which such financial institutions are otherwise permitted to engage pursuant to applicable law; and to do any or all things necessary or convenient to effect the foregoing purposes.

2013-2014 SHAZAM CORPORATE OFFICERS

| | |
|---------------------|-------------------|
| CHAIRMAN | Steve Handke |
| VICE CHAIRMAN | Tim Kintner |
| PAST CHAIRMAN | Paul Waltz |
| PRESIDENT & CEO | Michael Hollinger |
| SECRETARY/TREASURER | Steve Albrecht |

STAFF OFFICERS:

Scott J. Dobesh, Sr. Vice President/Chief Financial Officer
Terry D. Dooley, Sr. Vice President/Chief Information Officer
James P. Ghiglieri, Jr., Sr. Vice President/Relationship Development
Richard S. Jenkins, Sr. Vice President/General Counsel/Assistant Secretary
Daniel A. Kramer, Sr. Vice President/Marketing & Merchant Operations
Thomas R. Miller, Sr. Vice President/Sales
David A. Saurman, Sr. Vice President/Human Resources

Gina L. Amos, Vice President & Controller
Kevin J. Christensen, Vice President/Audit
Ronda M. Clements, Vice President/Customer Operations
David L. Collison, Vice President/Application Development
Cindy L. Smith, Vice President/Marketing & Merchant Operations

SHAZAM, INC.
BOARD OF DIRECTORS 2013-2014

Steven D. Albrecht, President
City State Bank of Norwalk
801 Main Street
P. O. Box 159
Norwalk, IA 50211
(515) 981-4234
(515) 981-0805 (FAX)
Class 4 (Secretary/Treasurer; Committees: Executive and Chair- Finance and Safety & Soundness)

Robert N. Barsness, President & CEO
Prior Lake State Bank
16677 Duluth Avenue, SE
P. O. Box 369
Prior Lake, MN 55372
(952) 447-2101, Ext. 126
(952) 447-3337 (FAX)
Class 4 (Committee: Policy & Planning)

Robert D. Becker, CEO
Guaranty Bank & Trust
302 Third Avenue, SE
P. O. Box 1807
Cedar Rapids, IA 52406
(319) 286-6202
(319) 362-1295 (FAX)
Class 4 (Committees: Executive and Finance)

Dave Cale, CEO
Financial Plus Credit Union
1831 25th Street
West Des Moines, IA 50266
(515) 224-1222
(515) 224-0961 (FAX)
(Credit Union Representative; Committee: Policy & Planning)

Susan R. Evans, COO
MidWestOne Bank
102 S. Clinton Street (52240)
P. O. Box 1700
Iowa City, IA 52244-1700
(319) 356-5800
(319) 356-5849 (FAX)
Class 4 (Committee: Policy and Planning)

Lynn B. Fuller, Vice Chairman
Dubuque Bank & Trust Company
1398 Central Avenue
Box 778
Dubuque, IA 52001
(563) 589-2105
(563) 589-2011 (FAX)
Class 4 (Committees: Executive & Finance)

Steve Handke, President & CEO
Union State Bank
545 Main Street
P. O. Box 105
Everest, KS 66424
(785) 548-7521
(785) 548-7520 (FAX)
Class 4 (Chairman; Committee: Executive)

Mary Howell, President & CEO
Maxwell State Bank
122 Main Street
Maxwell, IA 50161
(515) 387-1175
(515) 387-1176 (FAX)
Class 1 (Committee: Policy & Planning)

Tim Kintner, Exec. V.P.-Consumer, Private & Regional Banking Markets
Bankers Trust Company, NA
453 Seventh Street
Des Moines, IA 50309
(515) 245-2425
(515) 247-2151 (Fax)
Class 4 (Vice Chairman; Committees: Executive and Chair-Policy & Planning)

Terry E. Latham, President & CEO
Laurens State Bank
102 S. Third Street
Laurens, IA 50554
(712) 845-2627
(712) 845-2544 (FAX)
Class 2 (Committee: Finance)

Clair J. Lensing, President & CEO
Security State Bank
933 – 16th Street, SW
P. O. Box 845
Waverly, IA 50677
(319) 352-3500
(319) 352-4231 (FAX)
Class 2 (Committees: Executive, Finance and Safety & Soundness)

Gregg Maakestad, Sr. V. P.
First Citizens National Bank
2601 Fourth Street, SW
P. O. Box 1708
Mason City, IA 50402-1708
(641) 423-1600
(641) 423-4600 (FAX)
Class 4 (Committees: Executive, Policy & Planning and Safety & Soundness)

Robert Meyer, President
Wayland State Bank
301 S. Main Street
Mount Pleasant, IA 52641
(319) 385-8189
(319) 385-9703 (FAX)
Class 2 (Committee: Finance)

David R. Pirsein, President & CEO
First National Bank in Pinckneyville
210 S. Main
Pinckneyville, IL 62274
(618) 357-9393
(618) 357-3917 (FAX)
Class 2 (Committee: Finance)

Paul Pogue, President & CEO
North Adams State Bank
114 N. Warsaw
Ursa, IL 62376
(217) 964-2142
(217) 964-2737 (FAX)
Class 1 (Committee: Policy & Planning)

D. Douglas Rice, President
Security National Bank
605 Pierce Street
P. O. Box 147
Sioux City, IA 51102
(712) 277-6715
(712) 277-6542 (FAX)
Class 4 (Committees: Executive and Policy & Planning)

George Schneidermann, President
Frontier Bank
301 First Avenue
P. O. Box 551
Rock Rapids, IA 51246
(712) 472-2537
(712) 472-2620 (FAX)
Class 4 (Savings & Loan Representative; Committee: Finance)

Dwight O. Seegmiller, President & CEO
Hills Bank & Trust Company
131 Main Street
P. O. Box 160
Hills, IA 52235
(319) 679-2291
(319) 679-2251 (FAX)
Class 4 (Committee: Policy & Planning)

Larry L. Snyder, Chairman
The Hamilton Bank
111 North Davis Street
P. O. Box 127
Hamilton, MO 64644
(816) 583-2143
(816) 583-4945 (FAX)
Class 1 (Committee: Policy & Planning)

Robert Steen, Chairman & CEO
Bridge Community Bank
302 Highway 1, S.E.
P.O. Box 184
Mount Vernon, IA 52314
(319) 895-8200
(319) 895-6979 (FAX)
Class 2 (Committee: Finance)

Kevin J. Swalley, Chairman
Ackley State Bank
650 Main Street
P. O. Box 149
Ackley, IA 50601
(641) 847-2651
(641) 847-2011 (FAX)
Class 3 (Committees: Executive, Finance and Safety & Soundness)

Josef M. Vich, Vice Chairman
Community National Bank
422 Commercial Street
P. O. Box 1288
Waterloo, IA 50701
(319) 291-2000
(319) 833-0924 (FAX)
Class 4 (Committees: Executive, Policy & Planning and Safety & Soundness)

Paul Waltz, Chief Operating Officer
First American Bank
12333 University Avenue
Clive, IA 50325
(515) 440-6904
(515) 440-6999 (FAX)
Class 4 (Past Chairman; Committees: Executive and Policy & Planning)

Keith Welling, President & CEO
Community Bank
1401 North Jefferson
Indianola, IA 50125
(515) 961-5880
(515) 961-6188 (FAX)
Class 3 (Committee: Finance)

PUBLIC BOARD MEMBERS

Carmela M. Brown
4417 96th Court
Des Moines, IA 50322
(515) 276-9040
(515) 276-4645 (FAX)
Government Relations/Legislative Advocate Representing Iowa Department of
Commerce – James M. Schipper, Superintendent- Banking Division
(Committee: Finance)

Gordon Fischer, V. P. Gift Planning Strategies
Community Foundation of Greater Des Moines
1915 Grand Avenue
Des Moines, IA 50309
(515) 447-4203
(515) 309-0704 (FAX)
Representing Iowa Department of Commerce – JoAnn Johnson, Superintendent-Credit
Union Division
(Committee: Finance)

Howard Hagen, Esq.
Dickinson Law Firm
699 Walnut, Suite 1600
Des Moines, IA 50309
(515) 244-2600
(515) 246-4550 (FAX)
Representing Iowa Department of Commerce – James M. Schipper, Superintendent-
Banking Division
(Committee: Policy & Planning)

Roger P. Murphy
5705 Valley Road
Ames, IA 50014
(515) 232-4460
Representing Iowa Department of Commerce – James M. Schipper, Superintendent-
Banking Division
(Committee: Finance)

Ex-Officio Members

Scott Bauer, President
First National Bank
405 Fifth Street
Ames, IA 50010
(515) 663-3005
(515) 232-5778 (FAX)
(Committee: Finance) (IBA Representative – 1st Term)

Don Hole, Exec. V. P./CEO
Community Bankers of Iowa
1603 22nd Street, Suite 202
West Des Moines, IA 50266
(515) 453-1495
(515) 453-1498 (FAX)
(Committee: Executive and Policy & Planning)

Pat Jury, CEO
Iowa Credit Union League
1500 N.W. 118th Street (50325)
P. O. Box 10409
Des Moines, IA 50306
(515) 221-3000
(515) 221-3010 (FAX)
Class 4 (Committees: Executive and Policy & Planning)

Michael Kelley, President
Community Bancservice Corp., Inc.
901 Community Drive
Springfield, IL 62703
(217) 529-2265
(217) 585-8735 (FAX)
(Committee: Policy & Planning)

Gregory J. Kistler, President/CEO
Central Bancshares, Inc.
301 Iowa Avenue
Muscatine, IA 52761
(563) 263-3131
(563) 262-3131 (FAX)
(Committee: Finance) (IBA Representative – 1st Term)

Marshall MacKay, President
Independent Community Bankers of Minnesota
2600 Eagan Woods Blvd., Suite 200
Eagan, MN 55121
(651) 687-9080
(651) 687-9387 (FAX)
(Committee: Policy & Planning)

Mike Skokan, Director
Midwest Heritage Bank
c/o Hy-Vee
5820 Westown Parkway
West Des Moines, IA 50266
(515) 267-2920
(515) 267-2918 (FAX)
(Committee: Finance)

John K. Sorensen, President
Iowa Bankers Association
P. O. Box 6200
Johnston, IA 50131
(515) 286-4313
(515) 280-4140 (FAX)
(Committees: Executive and Policy & Planning)

Jerry Warrick, V.P. IT, Operations & Risk Director
Bank Iowa
1150 Jordan Creek Parkway
West Des Moines, IA 50266
(515) 226-2424
(515) 226-7370 (FAX)
(Committee: Finance)

Secretary of the Corporation

Steven D. Albrecht, President
City State Bank of Norwalk
801 Main Street
P. O. Box 159
Norwalk, IA 50211
(515) 981-4234
(515) 981-0805 (FAX)
Class 4

President & CEO of the Corporation

Michael K. Hollinger, President & CEO
ITS, Inc.
6700 Pioneer Parkway
Johnston, IA 50131
(515) 288-2828
(515) 248-5828 (FAX)

Corporate Officers:

| | |
|---------------------|-------------------|
| Chairman | Steve Handke |
| Vice Chairman | Tim Kintner |
| Past Chairman | Paul Waltz |
| President & CEO | Michael Hollinger |
| Secretary/Treasurer | Steve Albrecht |

Staff Officers:

Scott J. Dobesh - Sr. V. P./Chief Financial Officer
Terry D. Dooley - Sr. V. P./Chief Information Officer
James P. Ghiglieri, Jr. - Sr. Vice President/Relationship Development
Richard S. Jenkins - Sr. V.P./General Counsel/Assistant Corporate Secretary
Daniel A. Kramer - Sr. V.P./ Marketing & Merchant Services
Thomas R. Miller - Sr. V.P./ Sales
David A. Saurman - Sr. V.P./Human Resources
Gina L. Amos - Vice President & Controller
Kevin J. Christensen - Vice President/Audit
Ronda M. Clements - Vice President/Customer Operations
David L. Collison - Vice President/Application Development
Cindy L. Smith - Vice President/Marketing & Merchant Operations