

Document Number Only

F990000000363

C T Corporation System

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301

City

State

Zip

Phone

CORPORATION(S) NAME

100002747851--9

-01/20/99--01041--015

*****70.00 *****70.00

100002747851--9

-01/20/99--01041--016

***2300.00 ***2300.00

BA Merchant Services, Inc

- ☒ Profit
☐ NonProfit
☐ Limited Liability Company
☒ Foreign
- ☐ Amendment
☐ Dissolution/Withdrawal
☐ Annual Report
☐ Reservation
☐ Photo Copies
☐ Call if Problem
☐ Will Wait
- ☐ Merge
☐ Mark
☐ Other
☐ Change of R.A.
☐ Fictitious Name
☐ CUS
☐ After 4:30
☒ Pick Up
- ☐ Limited Partnership
☐ Reinstatement
☐ Limited Liability Partnership
☐ Certified Copy
☐ Call When Ready
☒ Walk In
☐ Mail Out

Name
Avallability
Document Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

1/19/99

PLEASE RETURN EXTRA COPIES

FILE STAMPED

THANKS
JOEY

DIVISION OF CORPORATION

99 JAN 20 AM 10:07

FILED

RECEIVED

AL JAN 20 1999

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. BA Merchant Services, Inc.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "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.)
2. Delaware
(State or country under the law of which it is incorporated)
3. 94-3252840
(FEI number, if applicable)
4. October 11, 1996
(Date of incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. October 3, 1997
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.156, F.S.))
7. One South Van Ness Avenue, San Francisco, California 94103

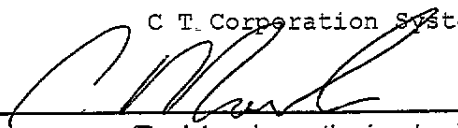
(Current mailing address)
8. Merchant card processing
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. Name and street address of Florida registered agent:

Name: C T Corporation System
Office Address: c/o C T Corporation System, 1200 South Pine Island Road
Plantation, Florida, 33324
(Zip Code)

99 JAN 20 AM 10:55
FILED
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

10. Registered agent 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 obligation of my position as registered agent.

C T Corporation System

(Registered agent's signature) (Officer)
C. Morales
Special Asst. Secretary
(Type Name and Title of Officer)

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: See attached list of directors

Address: One South Van Ness Ave.

San Francisco, CA 94103

Vice Chairman: See attached list of directors

Address: One South Van Ness Ave.

San Francisco, CA 94103

Director: See attached list of directors

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See attached list of officers

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 JAN 20 AM 10:57

FILED

Treasurer: _____

Address: _____

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

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

14. James H. Williams-Treasurer and Executive Vice President
(Typed or printed name and capacity of person signing application)

FILED
99 JAN 20 AM 10:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BA Merchant Services, Inc.
Type your header here
Report as of January 11, 1999

org #: 3000 acronym: BAMS status: Active dom/intl: Dom % owne: 66.6

Directors - Current

Bayyari, Sharif M.	Director
Callero, Christopher A.	Director
Desoer, Barbara J.	Director
Jones, James G.	Director
Dixon, Donald R.	Outside Director
Fisher, William E.	Outside Director
Tyabji, Hatim A.	Outside Director

Officer Positions - Current

Jones, James G.	Chairman of the Board
Bayyari, Sharif M.	President and Chief Executive Officer
Williams, James H.	Treasurer, Executive Vice President, Chief Accounting Officer and Chief Financial Officer
Aviles, James M.	Senior Vice President
Sanders, Michael J.	Senior Vice President
Tran-Thi, Le	Senior Vice President
Knechtli, Bernard	Senior Credit Officer and Vice President
Chapman, Dallas W.	Personnel Relations Officer
Gass, Craig E.	General Counsel, Vice President and Assistant Secretary
Andreis, Kathy	Vice President
Berriochoa, Lorie	Vice President
Bridges, Cathy A.	Vice President
Cain, Gail A.	Vice President
Campbell, William A.	Vice President
Colasuonno, Michael	Vice President
Cull, Rebecca	Vice President and Controller
Deeks, Kimberly	Vice President
Dolson, John S.	Vice President
Farnsworth, Carole R.	Vice President
Gilliam Jr., Jack D.	Vice President
Goss, Mary	Vice President
Houghton, Jean M.	Vice President
Huang, James	Vice President
Johns, Jenny G.	Vice President
Kao, Linda	Vice President
La Paglia, Vivian	Vice President
Leung, Harfei	Vice President
Lum, Arnold Y.	Vice President
Mohan, Sunil K.	Vice President
Noble, Dan	Vice President
Osborne, Kathy A.	Vice President
Roberts, Claire S.	Vice President
Roberts, Noyes T.	Vice President
Smither, Judith W.	Vice President
Thomas, Kenneth A.	Vice President
Tioseco, Marili M.	Vice President
Van Noland, Alison	Vice President

FILED
99 JAN 20 AM 10:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Type your footer here

BA Merchant Services, Inc.
Type your header here
Report as of January 11, 1999

org #: 3000 acronym BAMS status: Active dom/intl Dom % owne 66.6

Van Tighem, Deborah L.	Vice President
Widtfeldt, David J.	Vice President
Williams, Theodore P.	Vice President
Yan, Shirley	Vice President
Zekanis, Henry A.	Vice President
Andrada, Monique R.	Assistant Vice President
Beardslee, Beverly L.	Assistant Vice President
Carnes, Lynetta A.	Assistant Vice President
Chan, Wilhada	Assistant Vice President
Chanpentrakul, Chatchai	Assistant Vice President
Chen, Eric	Assistant Vice President
Clark, Leetta V.	Assistant Vice President
Erickson, Nancy	Assistant Vice President
Eriandson, Betty J.	Assistant Vice President
Freeman, Cheryl L.	Assistant Vice President
Gordon, Robert J.	Assistant Vice President
Hairston, Patricia A.	Assistant Vice President
Harkins, Terri A.	Assistant Vice President
Isariyaphan, Viwat	Assistant Vice President
Janjua, Idris A.	Assistant Vice President
Johnson, David L.	Assistant Vice President
Johnson, Donna C.	Assistant Vice President
Johnstone, Edward G.	Assistant Vice President
Kastner, Robert E.	Assistant Vice President
Kong, Arthur	Assistant Vice President
La Mendola, Sandra J.	Assistant Vice President
Lee, Maurice	Assistant Vice President
Locke, Harvey J.	Assistant Vice President
Lockie, Diane T.	Assistant Vice President
Lou, Janice A.	Assistant Vice President
Martinez, Lawrence	Assistant Vice President
Mauro, Patricia	Assistant Vice President
Mourer, Linda M.	Assistant Vice President
Mulholland, Michael	Assistant Vice President
Osbourne, Linda L.	Assistant Vice President
Paddock, Lavonda L.	Assistant Vice President
Parras, Cynthia L.	Assistant Vice President
Peng, Tina	Assistant Vice President
Ronish, Randall L.	Assistant Vice President
Wang, Mark	Assistant Vice President
Bohler, Chiyeke Y.	Senior Authorized Officer
Bottesch, Karen M.	Senior Authorized Officer
Ramsey-Tilford, Dee E.	Senior Authorized Officer
Rosenfield, Susan	Senior Authorized Officer
Stark, Edward J.	Secretary
McMillen, R. Scott	Assistant Secretary
Sharland, Marlene	Assistant Secretary
Sokitch, Christine M.	Assistant Secretary
Wacula, Rick M.	Assistant Secretary

FILED
99 JAN 20 AM 10:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Type your footer here.

BA Merchant Services, Inc.
Type your header here
Report as of January 11, 1999

org #: 3000 acronym BAMS status: Active dom/intl Dom % owne 66.6

McKee, Raymond W.	Assistant Treasurer (Tax Matters)
Bagis, Brenda	Authorized Officer
Bennett, Richard L.	Authorized Officer
Chin, Albert M.	Authorized Officer
French, Karen R.	Authorized Officer
Guinto, Frenida	Authorized Officer
Jurgensen, Mary E.	Authorized Officer
Lam, Tracy H.	Authorized Officer
Lehman, Jackie V.	Authorized Officer
Liu, Edward W.	Authorized Officer
Lockhart, Anna M.	Authorized Officer
McGee, Beverly A.	Authorized Officer
Patrucco, John	Authorized Officer
Pecknold, Karyn R.	Authorized Officer
Pompey, Glenn A.	Authorized Officer
Ramos, Ariene	Authorized Officer
Rosquitas, Norman V.	Authorized Officer
Seay, Katherine E.	Authorized Officer
Shammas, Fred M.	Authorized Officer
Stevens, Lori	Authorized Officer
Tarantan, Maria L.	Authorized Officer

FILED
99 JAN 20 AM 10:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Type your footer here

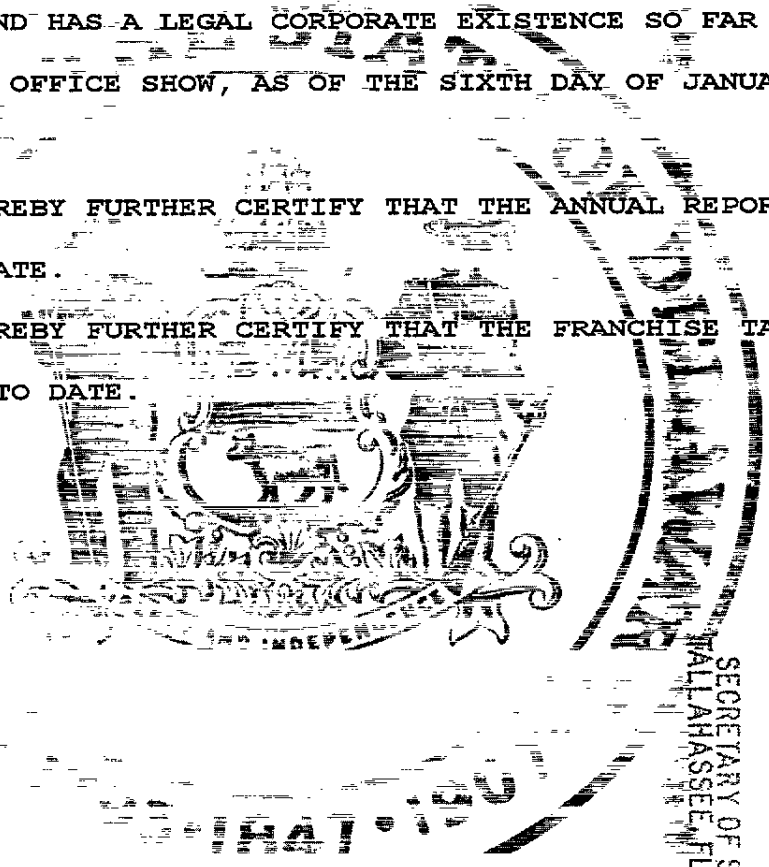
State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BA MERCHANT SERVICES, INC." 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 SIXTH DAY OF JANUARY, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



FILED
99 JAN 20 AM 10:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Edward J. Freel

Edward J. Freel, Secretary of State

2672068 8300

991003984

AUTHENTICATION: 9505149

DATE: 01-06-99