

856 924

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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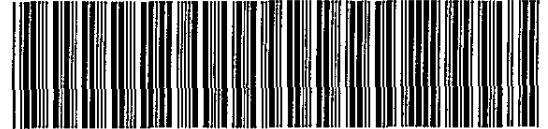
(Business Entity Name)

(Document Number)

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04 MAY 26 PM 1:53  
SECRETARY OF STATE  
TAMM, MISSISSIPPI, FLORIDA

Name chg  
Jgm  
6/1/04

**TRANSMITTAL LETTER**

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** Citicorp Electronic Financial Services, Inc.  
(Name of corporation)

**DOCUMENT NUMBER:** 856924

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Mary Valdez  
(Name of person)

J. P. Morgan Electronic Financial Services, Inc.  
(Name of firm/company)

8430 W. Bryn Mawr Ave.  
(Address)

Chicago, IL 60631  
(City/state and zip code)

For further information concerning this matter, please call:

Mary Valdez at ( 773 ) 380-5822  
(Name of person) (Area code & daytime telephone number)

Enclosed is a check for the following amount:

- \$35.00 Filing Fee
- \$43.75 Filing Fee & Certificate of Status
- \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed)
- \$52.50 Filing Fee, Certificate of Status & Certified Copy (Additional copy is enclosed)

**Mailing Address:**  
Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street Address:**  
Amendment Section  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

**PROFIT CORPORATION**  
**APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO**  
**APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**  
(Pursuant to s. 607.1504, F.S.)

**SECTION I**  
**(1-3 MUST BE COMPLETED)**

856924

(Document number of corporation (if known))

1. Citicorp Electronic Financial Services, Inc.  
(Name of corporation as it appears on the records of the Department of State)
2. New York 3. June 28, 1983  
(Incorporated under laws of) (Date authorized to do business in Florida)

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TALLAHASSEE, FLORIDA

**SECTION II**  
**(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)**

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? January 15, 2004
5. J. P. Morgan Electronic Financial Services, Inc.  
(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

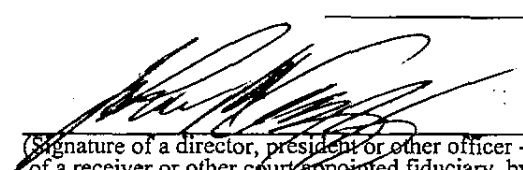
(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

6. If the amendment changes the period of duration, indicate new period of duration.

NA  
(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

NA  
(New jurisdiction)

  
(Signature of a director, president or other officer - if in the hands of a receiver or other court-appointed fiduciary, by that fiduciary)

John M. Guzzi

(Typed or printed name of person signing)

5/24/04

(Date)

General Counsel

(Title of person signing)

**State of New York } ss:  
Department of State**

I hereby certify, that the Certificate of Incorporation of J.P. MORGAN ELECTRONIC FINANCIAL SERVICES, INC. was filed on 07/16/1965, under the name of FNCB SERVICES CORPORATION, with perpetual duration, and that a diligent examination has been made of the Corporate index for documents filed with this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.

A Certificate of Amendment FNCB SERVICES CORPORATION, changing its name to CITICORP SERVICES, INCORPORATED, was filed 02/24/1972.

A Certificate of Amendment CITICORP SERVICES, INCORPORATED, changing its name to CITICORP SERVICES INC., was filed 12/06/1985.

A Certificate of Amendment CITICORP SERVICES INC., changing its name to CITICORP ELECTRONIC FINANCIAL SERVICES, INC., was filed 03/30/2001.

A Certificate of Amendment CITICORP ELECTRONIC FINANCIAL SERVICES, INC., changing its name to J.P. MORGAN ELECTRONIC FINANCIAL SERVICES, INC., was filed 01/15/2004.



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*Witness my hand and the official seal  
of the Department of State at the City  
of Albany, this 21st day of May  
two thousand and four.*

A handwritten signature in black ink, appearing to read "R. A. D. S.", is written over a horizontal line.

*Secretary of State*