

Doc. #

CT Corporation System
660 East Jefferson Street
Tallahassee, FL 32301
Tel 850 222 1092
Fax 850 222 7615
Attn: Jeff Netherton

F00000003825

100003316301--4
-07/07/00--01064--010
*****70.00 *****70.00

CORPORATION(S) NAME

National Processing Company

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
<input checked="" type="checkbox"/> Foreign	<input type="checkbox"/> Reinstatement	<input type="checkbox"/> Other
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Change of RA
<input type="checkbox"/> LLC	<input type="checkbox"/> Name Registration	<input type="checkbox"/> UCC
<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> UCC	<input type="checkbox"/> CUS
<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Photocopies	<input type="checkbox"/> CUS
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> Mail Out		

Name _____
Availability _____
Document _____
Examiner _____
Updater _____
Verifier _____
Acknowledgement _____
W.P. Verifier _____

07/07/00

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

00 JUL -7 AM 11:49

FILED
SECRETARY OF CORPORATIONS
JUL -7 PM 3:31

**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.*

FILED
DEPARTMENT OF STATE
SECRETARY OF CORPORATIONS
00 JUL -7 PM 3:31

1. National Processing Company

(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. Kentucky

(State or country under the law of which it is incorporated)

61-1149904

3. _____

(FEI number, if applicable)

4. 2/22/88

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. upon qualification

(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 1231 Durret Lane, Louisville, KY 40213

(Current mailing address)

8. To engage in any lawful act or activity for which a corporation may be formed.

(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 or Mail Drop Box NOT acceptable)

Name: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida, 33324

(Zip code)

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.

C T Corporation System



(Registered agent's signature)

**Carol Record
Assistant Secretary**

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: (Street address **ONLY** - P.O. Box **NOT** acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: SEE ATTACHED LIST

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

FILED - STATE
SECRETARY OF CORPORATIONS
00 JUL -7 PM 3:31

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

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. _____

Dennie K. Hurst

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

14. _____

Dennie K. Hurst, Assistant Secretary

(Typed or printed name and capacity of person signing application)

NATIONAL PROCESSING COMPANY

Directors

James R. Bell III	1900 East Ninth Street	Cleveland, OH	44114-3484
Jeffrey D. Kelly	1900 East Ninth Street	Cleveland, OH	44114-3484
Robert G. Siefers	1900 East Ninth Street	Cleveland, OH	44114-3484
Thomas A. Winsett	1231 Durrett Lane	Louisville, KY	40213

Officers

Thomas A. Winsett	1231 Durrett Lane	Louisville, KY	40213	President and Chief Executive Officer
Norman Martin	1231 Durrett Lane	Louisville, KY	40213	Executive Vice President
Mark D. Pyke	1231 Durrett Lane	Louisville, KY	40213	Executive Vice President
David E. Fountain	1231 Durrett Lane	Louisville, KY	40213	Senior Vice President, Chief Financial Officer and Treasurer
Curtis M. Jacobs	101 South Fifth Street	Louisville, KY	40202-3101	Secretary
Dennie K. Hurst	101 South Fifth Street	Louisville, KY	40202-3101	Assistant Secretary

LOUP72/1
7/5/2000

FILED OF SECTIONS
SECRETARY OF CORPORATIONS
DIVISION OF TAXATION
JUL - 7 PM 3:31



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JUL -7 PM 3:31

**John Y. Brown III
Secretary of State**

Certificate of Existence

I, JOHN Y. BROWN III, Secretary of State of the Commonwealth of Kentucky, do hereby certify that according to the records in the Office of the Secretary of State,

NATIONAL PROCESSING COMPANY

is a corporation duly organized and existing under KRS Chapter 271B, whose date of incorporation is February 22, 1988 and whose period of duration is perpetual.

I further certify that all fees and penalties owed to the Secretary of State have been paid; that articles of dissolution have not been filed; and that the most recent annual report required by KRS 271B.16-220 has been delivered to the Secretary of State.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Official Seal at Frankfort, Kentucky, this 14th day of June, 2000.

John Y. Brown, III

JOHN Y. BROWN III
Secretary of State
Commonwealth of Kentucky

llawrence/0240369