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To: Division of Corporations
Fax Number : (850)205-0383

From: Account Name : CORPORATION SERVICE COMPANY
Account Number : I20000000195
Phone : (850)521-1000
Fax Number : (850)521-1030

FOREIGN PROFIT QUALIFICATION

MONERIS SOLUTIONS, INC.

Certificate of Status	0
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Page Count	06
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JB
10-27-03

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. Moneris Solutions, Inc.
(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. 36-4402639
(State or country under the law of which it is incorporated) (FBI number, if applicable)

4. August 22, 2000 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. December 1, 2000
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. Moneris Solutions, Inc., 700 E. Lake Cook Road, Buffalo Grove, Illinois 60089
(Principal office address)

Moneris Solutions Corporation, 3250 Bloor Street W., Toronto, Ontario, Canada M5X 2X9
(Current mailing address)

8. To engage in any lawful act or activity for which corporations may be organized under The General Corporation Law of Delaware
(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: Corporation Service Company

Office Address: 1201 Hayes Street

Tallahassee, Florida 32301
(City) (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.

Ann R. Kuehling
(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:

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A. DIRECTORS

Chairman: See Schedule A attached

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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B. OFFICERS

President: See Schedule B 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 Director or Officer listed in number 12 of the application)

14. **Fern Glowinsky, Corporate Secretary**

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

MONERIS SOLUTIONS, INC.

**Schedule A to the Application for Foreign Corporation for
Authorization to Transact Business in Florida**

DIRECTORS:	Address
Jim Baumgartner	President and Chief Executive Officer Moneris Solutions Corporation 3250 Bloor Street West, 14 th Floor Toronto, ON M8X 2X9
Brad Simon	Senior Vice President & General Counsel RBC Mortgage 440 North Orleans CHICAGO IL 60610 USA
Paul Reagan	Senior Vice President & U.S. General Counsel Harris Trust & Savings Bank 111 West Monroe Street CHICAGO IL 60603 USA

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MONERIS SOLUTIONS, INC.

**Schedule B to the Application for Foreign Corporation for
Authorization to Transact Business in Florida**

OFFICERS	Position Held	Address
James Baumgartner	President and Chief Executive Officer	c/o Moneris Solutions Corporation 3250 Bloor Street West Toronto, ON M8X 2X9
Sally Mitchell	Treasurer	c/o Moneris Solutions Corporation 3250 Bloor Street West Toronto, ON M8X 2X9
Fern Glowinsky	Secretary	c/o Moneris Solutions Corporation 3250 Bloor Street West Toronto, ON M8X 2X9
Larry Wine	Vice President Sales	c/o Moneris Solutions, Inc. 700 E. Lake Cook Road Buffalo Grove, Illinois 60089
Diana Lizotte	Assistant Secretary	c/o Moneris Solutions Corporation 3250 Bloor Street West Toronto, ON M8X 2X9

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Delaware

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MONERIS SOLUTIONS, 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 TWENTY-SECOND DAY OF OCTOBER, A.D. 2003.

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

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

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "MONERIS SOLUTIONS, INC." WAS INCORPORATED ON THE TWENTY-SECOND DAY OF AUGUST, A.D. 2000.



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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2705151

DATE: 10-22-03
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