ESC THE UNITED STATES	002668
ACCOUNT NO. :	07210000032
REFERENCE :	411152 4386917
AUTHORIZATION :	
COST LIMIT' :	\$ PPD
ORDER DATE : May 30, 1997	
ORDER TIME : 10:07 AM	6000021975069 -06/02/9701063002
ORDER NO. : 411152-005	*****87.50 ****87.50
CUSTOMER NO: 4386917	
CUSTOMER: Ms. Emma Coronado First Usa, Inc. Suite 4700 1601 Elm Street Dallas, TX 75201	
FOREIGN FIL	INGS
NAME: GENSAR TECHNOLO	GIES, INC.
XX PROFIT NON-PROFIT	XX CORPORATE SECOND -2
XXXX AMENDMENT	
PLEASE RETURN THE FOLLOWING AS I	PROOF OF FILING:
XX CERTIFIED COPY PLAIN STAMPED COPY CERTIFICATE OF GOOD STAN	DING 67.2
CONTACT PERSON: Todd Sterzoy	RECEIVED 97 JUN -2 AM II: 23 DIVISION OF CORPORATION

	ID:2147203872	APR	04'97	15:42 No.011 P.0
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	PROFIT CORPO	RATION		
	APPLICATION BY FOREIGN PROFI	T CORPOR	RATION	TO FILE
,	MENDMENT TO APPLICATION FOR A	UTHORIZ!	ATION 7	FO TRANSACT
2	BUSINESS IN FI	LORIDA		
	(Pursuant to 8, 607.1)			а Ка С
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4	Gensar Technologies Inc.			RF 01
1	Name of corporation as it appears on the records of t	he Department	of State.	
	Delaware 3. June	2.1995		
2.	Incorporated under the laws of Da	te authorized to	o do pusine	ss in Florida
2	SECTION (4-7 complete only the app	II)	
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4.	SECTION (4-7 complete only the app If the amendment changes the name of the corpo under the laws of its jurisdiction of incorporation?	II licable changes) pration, when	was the	change effected
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State of Delaware Office of the Secretary of State FAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "GENSAR TECHNOLOGIES INC.", CHANGING ITS NAME FROM "GENSAR TECHNOLOGIES INC." TO "PAYMENTECH NETWORK SERVICES, INC.", FILED IN THIS OFFICE ON THE TENTH DAY OF APRIL, A.D. 1997, AT 9 O'CLOCK A.M.



2482763 8100 971168947

Edward J. Freel, Secretary of State

AUTHENTICATION: 8478915 05-23-97 DATE:

STATE OF DELAMARE SECRETARY OF STATE DIVISION OF CORPORATIONS FILED 09:00 AM 04/10/1997 971118042 - 2482763

GENSAR TECHNOLOGIES INC. CERTIFICATE OF AMENDMENT OF CERTIFICATE OF INCORPORATION

Gensar Technologies Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the state of Delaware (the "Company") DOES HEREBY CERTIFY:

FIRST: That the Board of Directors of the corporation, in lieu of a meeting and by unanimous written consent, pursuant to Section 141(f) of the General Corporation Law of the State of Delaware, duly adopted a resolution proposing and declaring advisable the following amendment to the Certificate of Incorporation of the Company:

RESOLVED, that the Certificate of Incorporation of the Company be amended by changing Article I thereof so that, as amended, said Article I shall be and read as follows:

"Article 1. The name of the corporation is Paymentech Network Services, Inc."

SECOND: That in lieu of a meeting and vote of stockholders, the holders of more than a majority of the Common Stock of the company, have given written consent to said amendment in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware, said consents were executed, date and delivered to the offices of the Company within 60 days of the date of the earliest consent, and notice of the action taken by the consent has been provided to the stockholders of the Company in accordance with said Section 228.

THIRD: That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Sections 242 and 228 of the General corporation Law of the State of Delaware.

- IN WITNESS WHEREOF, said Gensar Technologies Inc., has caused this Certificate to be signed and attested by its duly officers this 4th day of April, 1997.

GENSAR TECHNOLOGIES INC.

Bv: David Truetzel

Chief Financial Officer

ATTEST: 1.2. An 12 By:

Philip Taken Secretary

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