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Mar 16, 1999 8:00 am
Secretary of State

03-16-1999 90131 028 ***150.00

**PROFIT
CORPORATION
ANNUAL REPORT
1999**



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # F95000003882

1. Corporation Name

ADS ALLIANCE DATA SYSTEMS, INC.



Principal Place of Business

Mailing Address

**5001 SPRING VALLEY RD.
STE 650 WEST TOWER
DALLAS TX 75244-3910**

**5001 SPRING VALLEY RD.
STE 650 WEST TOWER
DALLAS TX 75244-3910**

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified

08/11/1995

4. FEI Number

Applied For

13-3163498

Not Applicable

5. Certificate of Status Desired ☐

\$8.75 Additional
Fee Required

6. Election Campaign Financing
Trust Fund Contribution ☐

\$5.00 May Be
Added to Fees

8. This corporation owes the current year Intangible
Personal Property Tax. ☒ Yes ☐ No

2. Principal Place of Business

21 17655 Waterview Parkway

2a. Mailing Address

26 17655 Waterview Parkway

Suite, Apt. #, etc.

Suite, Apt. #, etc.

City & State

23 Dallas, TX

City & State

28 Dallas, TX

Zip

24 75252

Country

25 USA

Zip

29 75252

Country

30 USA

9. Name and Address of Current Registered Agent

10. Name and Address of New Registered Agent

**C T CORPORATION SYSTEM
1200 SOUTH PINE ISLAND ROAD
PLANTATION FL 33324**

81 Name

82 Street Address (P.O. Box Number is Not Acceptable)

83

84 City

FL

85 Zip Code

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE

Signature, typed or printed name of registered agent and title if applicable.

(NOTE: Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

TITLE ☐ DELETE

NAME **PCEO
PARKS, MICHAEL J**
STREET ADDRESS **5001 SPRING VALLEY RD STE 660W**
CITY-ST-ZIP **DALLAS TX 75244**

TITLE ☐ DELETE

NAME **VCFO
GROOMES, DANIEL T**
STREET ADDRESS **800 TECHCENTER DR**
CITY-ST-ZIP **GAHANNAH OH 43230**

TITLE ☐ DELETE

NAME **VCAO
ANDERSON, JAMES**
STREET ADDRESS **5001 SPRING VALLEY RD 660W**
CITY-ST-ZIP **DALLAS TX 75244**

TITLE ☐ DELETE

NAME **V
BELTZ, MICHAEL A**
STREET ADDRESS **5001 SPRING VALLEY RD STE 660W**
CITY-ST-ZIP **DALLAS TX 75244**

TITLE ☐ DELETE

NAME **D
MINICUCCI, ROBERT**
STREET ADDRESS **ONE WORLD FINANCIAL CENTER STE 3801**
CITY-ST-ZIP **NEW YORK NY**

TITLE ☐ DELETE

NAME **D
ANDERSON, BRUCE**
STREET ADDRESS **ONE WORLD FINANCIAL CENTER STE 3801**
CITY-ST-ZIP **NEW YORK NY**

1.1 TITLE

1.2 NAME

1.3 STREET ADDRESS

1.4 CITY-ST-ZIP

2.1 TITLE

2.2 NAME

2.3 STREET ADDRESS

2.4 CITY-ST-ZIP

3.1 TITLE

3.2 NAME

3.3 STREET ADDRESS

3.4 CITY-ST-ZIP

4.1 TITLE

4.2 NAME

4.3 STREET ADDRESS

4.4 CITY-ST-ZIP

5.1 TITLE

5.2 NAME

5.3 STREET ADDRESS

5.4 CITY-ST-ZIP

6.1 TITLE

6.2 NAME

6.3 STREET ADDRESS

6.4 CITY-ST-ZIP

☒ Change ☐ Addition

PLEASE SEE ATTACHED LIST

☒ Change ☐ Addition

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☒ Change ☐ Addition

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☒ Change ☐ Addition

PLEASE SEE ATTACHED LIST

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address, with all other like empowered.

SIGNATURE: *[Signature]*

NAME AND TITLE OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

Date

Daytime Phone #

1/28/99 972/348-5135

CR2E034 (1/98)

235794-90131-28
F95000003882

**ADS ALLIANCE DATA SYSTEMS, INC.
(OFFICERS AND DIRECTORS)
(AS OF 9/29/98 BOARD MEETING)**

<u>OFFICE</u>	<u>NAME</u>	<u>BUSINESS ADDRESS</u>
President Chief Executive Officer & Chairman of the Board	J. Michael Parks	17655 Waterview Parkway Dallas, TX 75252
Executive Vice President Chief Financial Officer	Edward K. Mims	17655 Waterview Parkway Dallas, TX 75252
Executive Vice President	Daniel T. Groomes	800 Techcenter Drive Gahanna, Ohio 43230
Executive Vice President & Chief Administrative Officer	James E. Anderson	17655 Waterview Parkway Dallas, TX 75252
Executive Vice President & President, Business Development & Planning	Michael A. Beltz	17655 Waterview Parkway Dallas, TX 75252
Executive Vice President & President, Retail Business Unit	Ivan M. Szeftel	800 Techcenter Drive Gahanna, Ohio 43230
Executive Vice President & President Alliance Systems Information Management	Jeffrey J. Michel	17655 Waterview Parkway Dallas, TX 75252
Senior Vice President & President, Network and Petroleum Business Unit	Ronald G. Carter	17655 Waterview Parkway Dallas, TX 75252
Senior Vice President & Chief Information Officer	Steven T. Walensky	17201 Waterview Parkway Dallas, TX 75252
Senior Vice President	Lisa J. Murray	17655 Waterview Parkway Dallas, TX 75252
Senior Vice President	W. Bruce Turkett	4590 East Broad Street Columbus, Ohio 43213
Vice President & Controller	Todd Henry	800 Techcenter Drive Gahanna, Ohio 43213
Vice President, Secretary & General Counsel	Carolyn S. Melvin	800 Techcenter Drive Gahanna, Ohio 43230
Treasurer	Robert P. Armiak	800 Techcenter Drive Gahanna, Ohio 43230

DIRECTORS

Bruce K. Anderson	320 Park Avenue, Ste 2500, New York, NY 10022-6815
Anthony J. deNicola	320 Park Avenue Ste 2500, New York, NY 10022-6815
Daniel P. Finkelman	Three Limited Parkway, Columbus, Ohio 43230
Robert A. Minicucci	320 Park Avenue Ste. 2500, New York, NY 10022-6815
J. Michael Parks	17655 Waterview Parkway, Dallas, TX 75252
Bruce A. Soll	Three Limited Parkway, Columbus, Ohio 43230