

F95000006195

Corporate Office



July 21, 1999

Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

FILED  
99 AUG 11 PM 1:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RE: Articles of Merger of Fiserv PDS, Inc. into Fiserv Solutions, Inc.

Dear Sir or Madam:

Enclosed for filing by your office are the original Articles of Merger of Fiserv PDS, Inc. into Fiserv Solutions, Inc. Also enclosed is a \$70 check to cover the filing fee. Please return evidence of the filing to my attention.

Thank you for your assistance with this filing.

200002941462--8

-07/26/99--01128--001

\*\*\*\*\*70.00 \*\*\*\*\*70.00

Sincerely,

*Sue Benevenga*  
Sue M. Benevenga  
Paralegal

Merger  
8-11-99  
PDS

Enclosures

Corporate Office



August 6, 1999

Division of Corporations  
Amendment Section  
P.O. Box 6327  
Tallahassee, FL 32314

RE: Fiserv Solutions, Inc.  
F95000006195

**FILED**  
99 AUG 11 PM 1:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Dear Amendment Section:

I am returning to your office for filing the original Articles of Merger of Fiserv PDS, Inc. into Fiserv Solutions, Inc. The Articles have been revised per your July 30, 1999 letter. Please return evidence of the filing to my attention at the address listed below.

Thank you for your assistance with this filing.

Sincerely,

  
Sue M. Benevenga  
Paralegal

Enclosures

**FILED**  
99 AUG 11 PM 10:13  
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

July 30, 1999

FISERV  
ATTN: SUE M. BENEVENGA  
255 FISERV DRIVE  
BROOKFIELD, WI 53008-0979

SUBJECT: FISERV SOLUTIONS, INC.  
Ref. Number: F95000006195

FILED  
99 AUG 11 PM 1:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

We have received your document for FISERV SOLUTIONS, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

For each corporation, the document must contain the date of adoption of the plan of merger or share exchange by the shareholders or by the board of directors when no vote of the shareholders is required.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6957.

Doug Spitler  
Document Specialist

Letter Number: 999A00038931

ARTICLES OF MERGER  
Merger Sheet

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MERGING:

FISERV PDS, INC., a Florida corporation M72555

into

**FISERV SOLUTIONS, INC.**, a Wisconsin corporation F95000006195

File date: August 11, 1999

Corporate Specialist: Doug Spitler

**ARTICLES OF MERGER  
OF  
FISERV PDS, INC.  
AND  
FISERV SOLUTIONS, INC.**

**FILED**  
99 AUG 11 PM 1:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

To the Department of State  
State of Florida

Pursuant to the provisions of the Florida Business Corporation Act governing the merger of a subsidiary business corporation into its parent business corporation, the parent business corporation hereinafter named does hereby submit the following Articles of Merger.

1. The name of the subsidiary corporation, which is a business corporation organized under the laws of the State of Florida, is Fiserv PDS, Inc. ("PDS").

2. The name of the parent corporation, which is a business corporation organized under the laws of the State of Wisconsin, is Fiserv Solutions, Inc. ("Fiserv").

3. The number of outstanding shares of PDS is 100, all of which are of one class, and all of which are owned by Fiserv.

4. The following is the Plan of Merger for merging PDS into Fiserv as approved by resolution of the Board of Directors of Fiserv on June 30, 1999,

"1. Fiserv, which is a business corporation of the State of Wisconsin and is the parent corporation and the owner of all of the outstanding shares of PDS, which is a business corporation of the State of Florida and the subsidiary corporation, hereby merges PDS into Fiserv pursuant to the provisions of the Wisconsin Business Corporation Law and pursuant to the provisions of the Florida Business Corporation Act.

"2. The separate existence of PDS shall cease at the effective time and date of the merger; and Fiserv shall continue its existence as the surviving corporation pursuant to the provisions of the Wisconsin Business Corporation Law.

"3. The issued shares of PDS shall not be converted in any manner, but each said share which is issued as of the effective time and date of the merger shall be surrendered and extinguished.

"4. The Board of Directors and the proper officers of Fiserv are hereby authorized, empowered, and directed to do any and all acts and things, and to make, execute, deliver, file, and/or record any and all instruments, papers, and documents which shall be or become necessary, proper or convenient to carry out or put into effect any of the provisions of this Plan of Merger or of the merger herein provided for."

5. Shareholder approval was not required. The Plan of Merger was approved in respect to PDS in accordance with the provisions of Section 607.1104 of the Florida Business Corporation Act, by its Board of Directors on June 30, 1999.

6. The effective time and date in the State of Florida of the merger herein provided for shall be upon filing these Articles of Merger with the State of Florida Department of State.

Executed on June 30, 1999.

**FISERV SOLUTIONS, INC.**

By: Charles W. Sprague  
Charles W. Sprague, Secretary

**FISERV PDS, INC.**

By: Charles W. Sprague  
Charles W. Sprague, Secretary

This document was drafted by:

Charles W Sprague  
WI Bar #01022314  
Fiserv, Inc.  
255 Fiserv Drive  
Brookfield, WI 53045