

1201 HAY STREET
TALLAHASSEE, FL 32304
904 912 2000
F 960000001228

ACCOUNT NO. 1 00000000000000000000

REFERENCE 2 000000 0011200

AUTHORIZATION 1

COST LIMIT

July 2000

ORDER DATE 1 March 15, 1996

ORDER TIME 1 01:01 AM

ORDER NO. 1 000000

CUSTOMER NO. 1 0011200

CUSTOMER: Mr. Jostien Clark
First National Bank of Omaha
1670 Dodge St.
One First National Center, Ste.
Omaha, NE 68102-1500

FOREIGN FILING

NAME: FID, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

W96-5284

2000001700552

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
56 MAR 11 PM 12:38

h/c
3/11

**RESOLUTION OF THE BOARD OF DIRECTORS
FIS, INC.**

I, the undersigned Frances A. Marshall, do hereby certify that this Resolution of the Board of Directors of FIS, Inc., a corporation duly organized and existing under the laws of the State of Nebraska was duly adopted on March 8, 1980.

Resolved, that FIS, Inc., organized and existing in the State of Nebraska, hereby adopts the name First Integrated Systems, Inc. for use in Florida.

Dated: March 8, 1980


Frances A. Marshall
Chairman

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DIVISION OF CORPORATIONS
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**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

**IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE
STATE OF FLORIDA:**

1. FIR, Inc.

(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. Nebraska

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

3. 47-0794801

(FEI number, if applicable)

4. 12/28/93

(Date of Incorporation)

5. perpetual

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

6. 01/02/96

(Date first transacted business in Florida. (See sections 607.1601, 607.1602, and 617.166, F.S.)

7. 1620 Dodge Street, 5th floor

Omaha, NE 68102-1396

(Current mailing address)

8. To provide data processing services.

(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

Name: The Prentice-Hall Corporation System, Inc.

Office Address: 1201 Hays Street

Tallahassee, Florida, 32301

(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.

By: Kurt Pleusler

(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.

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DIVISION OF CORPORATIONS
JAN 11 1996
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12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: Frances A. Marshall

Address: 1299 Farnam, 14th floor

Omaha, NE 68102

Vice Chairman: _____

Address: _____

Director: Elias J. Eliopoulos

Address: 1620 Dodge Street, 5th floor

Omaha, NE 68102

Director: Jan C.C. Schmidt

Address: 1620 Dodge Street, 17th floor

Omaha, NE 68102

B. OFFICERS

President: Frances A. Marshall

Address: 1299 Farnam, 14th floor

Omaha, NE 68102

Vice President: _____

Address: _____

Secretary: David Wells

Address: 1620 Dodge Street, 5th floor

Omaha, NE 68102-1596

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Frances A. Marshall
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

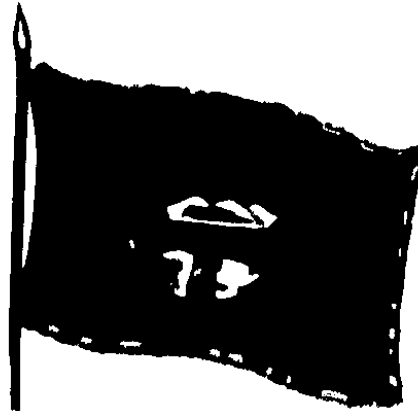
14. Frances A. Marshall, Chairman & President
(Typed or printed name and capacity of person signing application)

STATE OF

NEBRASKA

United States of America,
State of Nebraska

} ss.



Department of State
Lincoln, Nebraska

I, Scott Moore, Secretary of State of the State of Nebraska do hereby
certify;

The attached is a true and correct copy of the Articles of Incorporation of
FIS, INC.

with its registered office located in OMAHA, Nebraska,
as filed and recorded in this office on December 28, 1995.

I further certify that said corporation is in good standing as of this date.

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DIVISION OF RECORDS
95 MAR 11 PM 12:39

In Testimony Whereof,



I have hereunto set my hand and
affixed the Great Seal of the State
of Nebraska on December 28
in the year of our Lord, one thousand
nine hundred and ninety-five.

Scott Moore

SECRETARY OF STATE

ARTICLES OF INCORPORATION
OF
FIS, INC.

DEC 28 1995
STATE OF NEBRASKA }
SECRETARY'S OFFICE }
Received and filed for record
and recorded on form toll No
of page
by *[Signature]*
Secretary of State

The undersigned, being of the age of majority and acting as Incorporator of the Corporation under the Nebraska Business Corporation Act, adopts the following Articles of Incorporation for such Corporation

ARTICLE I

NAME

The name of the Corporation is FIS, INC

ARTICLE II

DURATION

The period of the Corporation's duration is perpetual.

ARTICLE III

PURPOSES

The purposes for which the Corporation is organized are:

(A) to engage in any type of enterprise and activity which may be to the benefit of the Corporation as shall be permitted pursuant to the provisions of the Nebraska Business Corporation Act including, without limitation, the provision of data processing services to financial institutions, and,

(B) to do everything necessary, proper, advisable and convenient for the accomplishment of the purposes hereinabove set forth and to do all other things incidental thereto or connected therewith which are not forbidden by the laws of the State of Nebraska or by these Articles of Incorporation.

ARTICLE IV

POWERS

The Corporation shall have the power to purchase, own and transfer real and personal property necessary or appropriate for engaging in the enterprises and activities set forth above and may invest its funds in real estate, mortgages, stocks, bonds and any other type of investment. The Corporation shall have and exercise all powers and rights conferred upon corporations by the laws of the State of Nebraska only in furtherance of and subject to its corporate purposes.

ARTICLE V

AUTHORIZED SHARES

The aggregate number of shares which the Corporation shall have the authority to issue is ten thousand (10,000) shares of Common Stock at one dollar (\$1.00) par value per share.

ARTICLE VI

NO PREEMPTIVE RIGHTS

No holder of shares of the Corporation shall have preemptive rights to purchase or subscribe for any part of the unissued shares of the Corporation of any class, now or hereafter authorized, or of any bonds, debentures, obligations or instruments which the Corporation may issue or sell that shall be convertible into or exchangeable for or shall entitle the holders thereof to subscribe for or purchase any shares of the Corporation of any class, now or hereafter authorized, except such preemptive rights as may be granted by the board of directors of the Corporation from time to time in its sole discretion.

ARTICLE VII

REGISTERED OFFICE OF THE CORPORATION

The address of the initial registered office of the Corporation is 1620 Dodge Street, 5th Floor, Omaha, Nebraska 68102-1596, and the name of the initial registered agent at such office is David Wells.

ARTICLE VIII
INCORPORATOR

The name and address of the Incorporator is:

David Wells
5th Floor
1620 Dodge Street
Omaha, Nebraska 68102-1500

DATED as of December 22, 1995



David Wells,
Incorporator