

F9800005229



ACCOUNT NO. : 072100000032

REFERENCE : 617304 4325282

AUTHORIZATION :

COST LIMIT : \$ 35

Patricia Pigato

FILED
00 MAR 13 PM 14:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : March 8, 2000

ORDER TIME : 2:39 PM

ORDER NO. : 617304-005

9000003167949--2

CUSTOMER NO: 4325282

CUSTOMER: Ms. Karen Robb
Associates Corporation Of
250 Carpenter Freeway

Irving, TX 750622710

FOREIGN FILINGS

NAME: SPS PAYMENT SYSTEMS, INC.

XX PROFIT

XX CORPORATE

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom

RECEIVED
00 MAR 13 PM 3:52
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

N.C.
G. COULLETTE MAR 24 2000



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

March 14, 2000

CSC

TALLAHASSEE, FL

SUBJECT: SPS PAYMENT SYSTEMS, INC.
Ref. Number: F98000005229

RESUBMIT

Please give original
submission date as file date.

We have received your document for SPS PAYMENT SYSTEMS, INC. and the authorization to debit your account in the amount of \$35.00. However, the document has not been filed and is being returned for the following:

Why are you using a Non-profit corporation form? This is a profit corporation, please use correct form and resubmit for filing.

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) 487-6903.

Cheryl Coulliette
Document Specialist

Letter Number: 100A00013903

RECEIVED
00 MAR 24 PM 3:13
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)


SECTION I
(1-3 MUST BE COMPLETED)

1. SPS Payment Systems, Inc.
Name of corporation as it appears on the records of the Department of State.
2. Delaware 3. September 17, 1998
Incorporated under laws of Date authorized to do business in Florida

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? September 1, 1999
5. Associates Commerce Solutions, Inc.
Name of corporation after the amendment, adding suffix "corporation" "company" or "incorporated", or appropriate abbreviation, if not contained in new name of the corporation.
6. If the amendment changes the period of duration, indicate new period of duration.
n/a
New Duration
7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.
n/a
New Jurisdiction

FILED
00 MAR 13 PM 4:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA


Signature

March 22, 2000
Date

Karen L. Robb
Typed or printed name

Assistant Secretary
Title

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF
DELAWARE, DO HEREBY CERTIFY THAT THE SAID "SPS PAYMENT SYSTEMS,
INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO
"ASSOCIATES COMMERCE SOLUTIONS, INC.", THE FIRST DAY OF
SEPTEMBER, A.D. 1999, AT 9 O'CLOCK A.M.




Edward J. Freel, Secretary of State

2064345 8320

AUTHENTICATION: 0303750

001118522

DATE: 03-09-00