



THE UNITED STATES
CORPORATION
COMPANY

F99000000682

ACCOUNT NO. : 072100000032

REFERENCE : 045242 7167380

AUTHORIZATION : Patricia Pujot

COST LIMIT : \$ 70.00

ORDER DATE : November 25, 1998

ORDER TIME : 10:18 AM

ORDER NO. : 045242-050

700002700087--9

CUSTOMER NO: 7167380

CUSTOMER: Mr. Bruce Goldberg.
American Bankcard
191 Waukegan Road

Northfield, IL 60093

W98-76892

FOREIGN FILINGS

NAME: AMERICAN BANKCARD
INTERNATIONAL, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☐ CERTIFIED COPY
☒ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angie Glisar

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 FEB -4 PM 3:48

12 2/4



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

December 2, 1998

CSC
ATTN: ANGIE GLISAR

SUBJECT: AMERICAN BANKCARD INTERNATIONAL, INC.
Ref. Number: W98000026892

We have received your document(s) in this office, however, a copy of the document is being returned for the following:

Written approval and clearance of the terms BANK, BANKER, BANC, BANKING, TRUST COMPANY, BANCSHARES, SAVINGS & LOAN ASSOCIATION, SAVINGS BANK, or CREDIT UNION must be obtained from the Division of Banking and Finance, pursuant to section 655.922(2a), Florida Statutes. The address is:

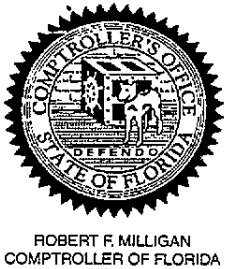
Division of Banking
Director's Office
101 E. Gaines St.
Fletcher Bldg., 6th Floor.
Tallahassee, FL 32399-0350
(850) 488-1111.

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) 487-6958.

Lee Rivers
Document Specialist

Letter Number: 698A00057051



OFFICE OF THE COMPTROLLER

DEPARTMENT OF BANKING AND FINANCE

STATE OF FLORIDA

TALLAHASSEE

32399-0350

February 2, 1999

L. Bruce Goldberg
General Counsel
American Bankcard International, Inc.
191 Waukegan Road
Northfield, IL 60093

Dear Mr. Goldberg:

Re: "American Bankcard International, Inc."

Thank you for your recent letter/fax requesting approval for use of the above-referenced name. It is the opinion of this Department that your name is definitive enough to differentiate the business being conducted from that of a commercial bank or trust company. Therefore, the Department does not object to your use of the above-referenced name being registered as a foreign corporation in the State of Florida.

Sincerely,

Art Simon
Director
Division of Banking
101 East Gaines Street
Fletcher Building - Sixth Floor
Tallahassee, FL 32399-0350
(850) 410-9111

:kr

cc: Karon Beyer, Chief
Bureau of Corporate Records
Division of Corporations
Secretary of State's Office

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

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

1. AMERICAN BANKCARD INTERNATIONAL, 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. Illinois
(State or country under the law of which it is incorporated)
3. 36-4008660
(FEI number, if applicable)
4. January 17, 1995
(Date of Incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. May 30, 1998
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. c/o AMERICAN BANKCARD INTERNATIONAL, INC., Suite 300, 191 WAUKEGAN RD.
NORTHFIELD, IL 60093
(Current mailing address)
See Attached Rider 1
8. _____
(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: (P.O. Box or Mail Drop Box NOT acceptable)**

Name: Corporation Service Company

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.

Corporation Service Company
By: Carol K. Dole
(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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SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 FEB -14 PM 3:08

12. Names and addresses of officers and/or directors: (Street address **ONLY**- P. O. Box **NOT** acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: See attached officers/directors rider

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. 

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. WILLIAM E. LUCADO, Vice President

(Typed or printed name and capacity of person signing application)

RIDER 1

FL-Application by Foreign Corporation for Authorization

AMERICAN BANKCARD INTERNATIONAL, INC.

LOCATE MERCHANTS TO ENROLL IN VARIOUS MERCHANT CREDIT AND DEBIT TRANSACTION PROCESSING SERVICES, RELATED SERVICES, AND THE SALE AND OR LEASE AND OR RENTAL OF THE EQUIPMENT REQUIRED TO IMPLEMENT THE PROGRAMS. To engage in any act or activity for which corporations may be organized.

AMERICAN BANKCARD INTERNATIONAL, INC.

Directors

Business Address

Dan M. Palmer

2525 Horizon Lake Drive
Memphis, TN 38133

Edward A. Labry III

2525 Horizon Lake Drive
Memphis, TN 38133

William E. Lucado

2525 Horizon Lake Drive
Memphis, TN 38133

Officers

Edward A. Labry,
President

2525 Horizon Lake Drive
Memphis, TN 38133

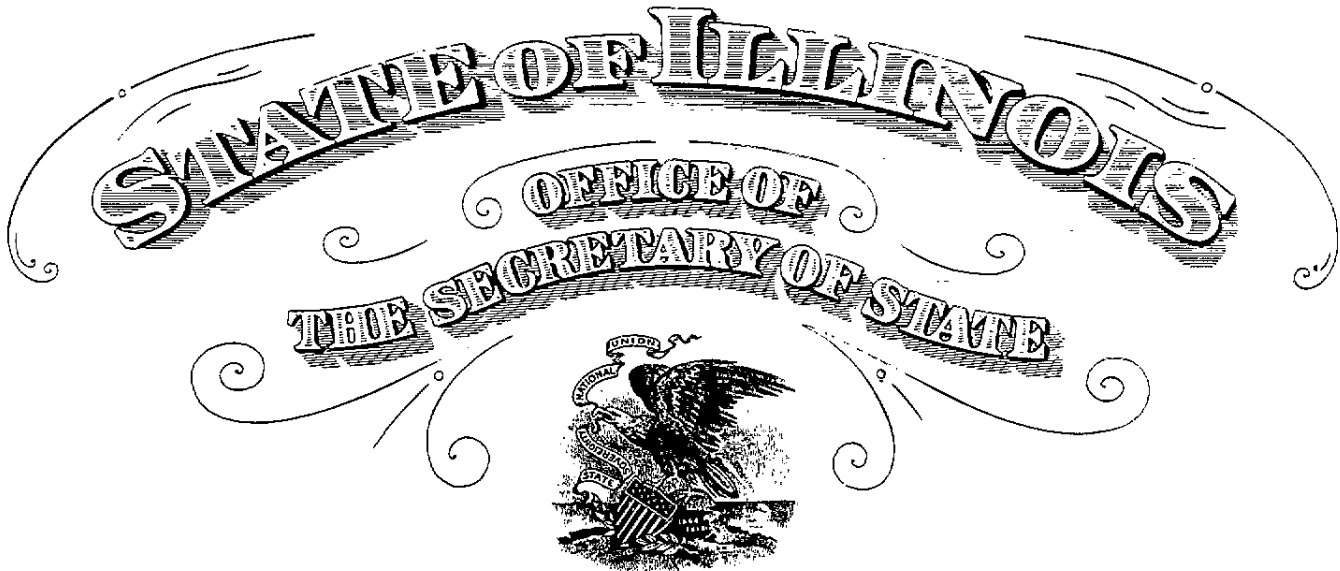
William E. Lucado,
Sr. Vice President, Secretary

2525 Horizon Lake Drive
Memphis, TN 38133

Leslie Kessler,
Vice President, Controller

191 Waukegan Rd.
Northfield, IL 60093

File Number 5815-700-7



To all to whom these Presents Shall Come, Greeting:

I, George H. Ryan, Secretary of State of the State of Illinois,
do hereby certify that

AMERICAN BANKCARD INTERNATIONAL, INC., A
DOMESTIC CORPORATION, INCORPORATED UNDER THE LAWS OF THIS STATE
JANUARY 17, 1995, APPEARS TO HAVE COMPLIED WITH ALL THE PROVISIONS
OF THE BUSINESS CORPORATION ACT OF THIS STATE RELATING TO THE
FILING OF ANNUAL REPORTS AND PAYMENT OF FRANCHISE TAXES, AND AS OF
THIS DATE, IS IN GOOD STANDING AS A DOMESTIC CORPORATION IN THE
STATE OF ILLINOIS*****



In Testimony Whereof, *I hereby set*
my hand and cause to be affixed the Great Seal of
the State of Illinois this 30TH
day of NOVEMBER *A.D., 19* 98.

George H. Ryan
SECRETARY OF STATE

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 FEB -4 PM 3:48