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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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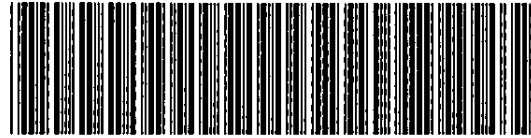
(Business Entity Name)

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FEB 12 2012

T. HAMPTON

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: ACS Heritage, LLC

Name of Limited Liability Company

The enclosed "Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida," Certificate of Existence, and check are submitted to register the above referenced foreign limited liability company to transact business in Florida..

Please return all correspondence concerning this matter to the following:

Kathy L. Brown, Corporate Paralegal

Name of Person

Affiliated Computer Services, LLC

Firm/Company

2828 N. Haskell Avenue, Building I, 9th Floor

Address

Dallas, Texas 75204

City/State and Zip Code

acs.legal-corporate@acs-inc.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Kathy L. Brown

Name of Person

at (214) 841-6346

Area Code & Daytime Telephone Number

MAILING ADDRESS:

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

STREET ADDRESS:

Division of Corporations
Registration Section
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Enclosed is a check for the following amount:

☒ \$125.00 Filing Fee ☐ \$130.00 Filing Fee & Certificate of Status ☐ \$155.00 Filing Fee & Certified Copy ☐ \$160.00 Filing Fee, Certificate of Status & Certified Copy



A xerox Company

Gwen Rand
Senior Corporate Paralegal

ACS, A Xerox Company
2828 N. Haskell Avenue
Building 1, 10th Floor
Dallas, TX 75204

gwen.rand@acs-inc.com
tel 214-841-6180
fax 214-823-5746

January 27, 2012

Via UPS Overnight Courier

Florida Department of State
Division of Corporations—Registration Section
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: Amendment to Foreign Registration (per entity conversion)

Dear Florida Division of Corporations,

Regarding the attached entity's conversion in its domestic State of formation from a corporation to a limited liability company, enclosed is our **Cover Letter** with **Application By Foreign Limited Liability Company for Authorization to Transact Business in Florida**, with attached Certificate of Existence from its domestic State of formation. Also enclosed is our check for payment of your processing fees.

Upon filing, please return file-marked copies of same to the following person (a self-addressed envelope is provided):

Kathy L. Brown, Paralegal
Affiliated Computer Services, LLC
2828 N. Haskell Ave, Bldg 1, 9th Floor
Dallas, Texas 75204

We appreciate your wonderful service, and please don't hesitate to contact me directly, should you have any questions or concerns.

Sincerely,

Gwen Rand
Senior Corporate Paralegal
Affiliated Computer Services, LLC
Tel: 214-841-6180
Fax: 214-823-5746
gwen.rand@acs-inc.com

Enclosures

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:

1. ACS Heritage, LLC

(Name of Foreign Limited Liability Company; must include "Limited Liability Company," "L.L.C.," or "LLC.")

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the written consent of the managers or managing members adopting the alternate name. The alternate name must include "Limited Liability Company," "L.L.C.," "LLC.")

2. State of Virginia

(Jurisdiction under the law of which foreign limited liability company is organized)

3. 04-2846830

(FEI number, if applicable)

4. July 16, 1997

(Date of Organization)

5. perpetual

(Duration: Year limited liability company will cease to exist or "perpetual")

6. Upon registration

(Date first transacted business in Florida, if prior to registration.)
(See sections 608.501 & 608.502 F.S. to determine penalty liability)

7. 2828 N. Haskell Avenue, Building 1, 9th Floor

Dallas, Texas 75204

(Street Address of Principal Office)

8. If limited liability company is a manager-managed company, check here ☒

9. The name and usual business addresses of the managing members or managers are as follows:

J. Michael Peffer, Manager, 2828 N. Haskell Avenue, Building 1, 9th Floor, Dallas, TX 75204

John A. London, Manager, 2828 N. Haskell Avenue, Building 1, 10th Floor, Dallas, TX 75204

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: Business Processing

Outsourcing

ACS ENTERPRISE SOLUTIONS, LLC, a DE LLC, Sole Member


Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.)

J. Michael Peffer, Secretary

Typed or printed name of signee

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

ACS Heritage, LLC

If unavailable, the alternate to be used in the state of Florida is:

2. The name and the Florida street address of the registered agent and office are:

Corporation Service Company

(Name)

1201 Hays Street

Florida Street Address (P.O. Box **NOT** ACCEPTABLE)

Tallahassee

FL 32301

City/State/Zip

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, Florida Statutes.

Corporation Service Company

By Linda Snook

(Signature)

**Linda Snook
Assistant VP**

\$ 100.00	Filing Fee for Application
\$ 25.00	Designation of Registered Agent
\$ 30.00	Certified Copy (optional)
\$ 5.00	Certificate of Status (optional)

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Commonwealth of Virginia



State Corporation Commission

CERTIFICATE OF FACT

I Certify the Following from the Records of the Commission:

That ACS Heritage, LLC is duly organized as a limited liability company under the law of the Commonwealth of Virginia;

That the date of its organization is January 1, 2012; and

That the limited liability company is in existence in the Commonwealth of Virginia as of the date set forth below.

Nothing more is hereby certified.

*Signed and Sealed at Richmond on this Date:
January 13, 2012*

Joel H. Peck

Joel H. Peck, Clerk of the Commission

