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Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

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To: Division of Corporations
Fax Number : (850)617-6383

From: Account Name : C T CORPORATION SYSTEM
Account Number : FCA000000023
Phone : (850)222-1092
Fax Number : (850)878-5368

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.

Email Address: _____

Foreign Limited Liability Company
Western Union Business Solutions (USA), LLC

Certificate of Status	1
Certified Copy	1
Page Count	05 08
Estimated Charge	\$160.00

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TALLAHASSEE, FLORIDA

Electronic Filing Menu Corporate Filing Menu

J. SAULSBERRY
EXAMINER
Help/AN 07 2013

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: WESTERN UNION BUSINESS SOLUTIONS (USA), 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:

Name of Person

Firm/Company

Address

City/State and Zip Code

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

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For further information concerning this matter, please call:

Name of Person at (_____) _____
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

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

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

1. WESTERN UNION BUSINESS SOLUTIONS (USA), 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. DELAWARE
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 13-3440076
(FBI number, if applicable)

4. MARCH 17, 2013
(Date of Organization)
5. PERPETUAL
(Duration: Year limited liability company will cease to exist or "perpetual")

6. MARCH 17, 2013
(Date first transacted business in Florida, if prior to registration.)
(See sections 608.501 & 608.502 F.S. to determine penalty liability)

7. 12500 EAST BELFORD AVENUE; M21A2
ENGLEWOOD CO 80112
(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:
RUESCH HOLDING, INC. [CONVERTED TO RUESCH HOLDING, LLC MARCH 17, 2013]
12500 EAST BELFORD AVENUE; M21A2
ENGLEWOOD CO 80112

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: MONEY TRANSMITTER

Kristin B. Brown
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.)

KRISTIN BROWN, ASSISTANT SECRETARY OF SOLE MEMBER
Typed or printed name of signee

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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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:
WESTERN UNION BUSINESS SOLUTIONS (USA), 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:

C T CORPORATION SYSTEM

(Name)

1200 South Pine Island Road

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

Plantation

FL

33324

City/State/Zip

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TALLAHASSEE, FLORIDA

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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.

By:



(Signature)

James D. Martin
Asst. Vice President

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

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "TRAVELEX GLOBAL BUSINESS PAYMENTS, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "TRAVELEX GLOBAL BUSINESS PAYMENTS, INC." TO "WESTERN UNION BUSINESS SOLUTIONS (USA), LLC", FILED IN THIS OFFICE ON THE SEVENTEENTH DAY OF DECEMBER, A.D. 2012, AT 1:55 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF CONVERSION IS THE SEVENTEENTH DAY OF MARCH, A.D. 2013.

2013 JAN -4 AM 8:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED



3134298 8100V

121351270

You may verify this certificate online
at corp.delaware.gov/authver.shtml


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 0079906

DATE: 12-18-12

State of Delaware
Secretary of State
Division of Corporations
Delivered 01:55 PM 12/17/2012
FILED 01:55 PM 12/17/2012
SRV 121351270 - 3134298 FILE

**STATE OF DELAWARE
CERTIFICATE OF CONVERSION
FROM A CORPORATION TO A LIMITED LIABILITY COMPANY
PURSUANT TO SECTION 18-214 OF THE LIMITED LIABILITY ACT**

1. The name of the corporation immediately prior to filing this certificate is *Traveler Global Business Payments, Inc.*
2. The date the corporation was first formed is *December 1, 1999.*
3. The jurisdiction where the corporation was first formed is *Delaware.*
4. The jurisdiction immediately prior to filing this Certificate is *Delaware.*
5. The name of the limited liability company to be set forth in the Certificate of Formation is *Western Union Business Solutions (USA), LLC.*
6. This Conversion has been unanimously approved by the Board of Directors and sole shareholder of the corporation, *in accordance with Section 266 of the General Corporation Law of the State of Delaware.*
7. This Certificate shall be effective upon the ninetieth (90th) day following its filing with the Secretary of State of the State of Delaware, *i.e. March 17, 2013.*

In witness whereof, the undersigned acknowledges and executes this Certificate of Conversion this 17th day of December, 2012.

By: *Kristin Brown*
Kristin Brown
Assistant Secretary

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2013 JAN -4 AM 8:50

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Delaware

PAGE 2

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF CERTIFICATE OF FORMATION OF "WESTERN UNION BUSINESS SOLUTIONS (USA), LLC" FILED IN THIS OFFICE ON THE SEVENTEENTH DAY OF DECEMBER, A.D. 2012, AT 1:55 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF FORMATION IS THE SEVENTEENTH DAY OF MARCH, A.D. 2013.

2013 JAN -4 AM 8:50
SECRETARY OF STATE
TALLAHASSEE FLORIDA


FILED



3134298 8100V

121351270

You may verify this certificate online at corp.delaware.gov/authver.shtml


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 0079911

DATE: 12-18-12

State of Delaware
Secretary of State
Division of Corporations
Delivered 01:55 PM 12/17/2012
FILED 01:55 PM 12/17/2012
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STATE OF DELAWARE
LIMITED LIABILITY COMPANY
CERTIFICATE OF FORMATION

1. The name of the limited liability company is Western Union Business Solutions (USA), LLC.
2. The address of its registered agent in the State of Delaware is 1209 Orange Street, Wilmington, Delaware 19801. The name of its registered agent at such address is The Corporation Trust Company.
3. This Certificate shall be effective upon the ninetieth (90th) day following its filing with the Secretary of State of the State of Delaware, i.e. March 17, 2013.

In witness whereof, the undersigned acknowledges and executes this Certificate of Formation this 17th day of December, 2012.

By: Kristin Brown
Kristin Brown
Assistant Secretary

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2013 JAN -4 AM 8:50

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Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "TRAVELEX GLOBAL BUSINESS PAYMENTS, INC." IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE EIGHTEENTH DAY OF DECEMBER, A.D. 2012.

FILED

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SECRETARY OF STATE
FALLS CHASSE, FLORIDA



3134298 8300

121351270

You may verify this certificate online
at corp.delaware.gov/authver.shtml


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 0079930

DATE: 12-18-12