



M97000000215

ACCOUNT NO. : 072100000032

REFERENCE : 335549 4306884

AUTHORIZATION : *Patricia Pujate*

COST LIMIT : \$ 140.00

ORDER DATE : April 17, 1997

ORDER TIME : 9:20 AM

ORDER NO. : 335549-005

CUSTOMER NO: 4306884

CUSTOMER: Ms. Elaine Ekes  
Michael, Best & Friedrich  
100 E. Wisconsin Avenue

Milwaukee, WI 53202

200002148682--1

FOREIGN FILINGS

NAME: DATA-LINK SYSTEMS, LLC

XXXX QUALIFICATION (TYPE: LLC)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX        PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Paula K. Kendrick

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 APR 21 AM 9:46

RECEIVED  
DIVISION OF CORPORATIONS  
97 APR 21 AM 10:47

*BK*  
*4/21/97*



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

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DIVISION OF CORPORATIONS  
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April 21, 1997

PAULA KENDRICK  
CSC NETWORKS  
TALLAHASSEE, FL

SUBJECT: DATA-LINK SYSTEMS, LLC doing business in Florida as UNIFI, LLC  
Ref. Number: W97000009199

We have received your document for DATA-LINK SYSTEMS, LLC doing business in Florida as UNIFI, LLC and the authorization to debit your account in the amount of \$140.00. However, the document has not been filed and is being returned for the following:

As discussed, please indicate whether the corporations in Item 8 are MANAGING MEMBERS or MANAGERS.

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 (904) 487-6914.

Buck Kohr  
Corporate Specialist

Letter Number: 797A00020400

JOINT CONSENT TO ACTION  
OF THE MEMBERS OF  
DATA-LINK SYSTEMS, LLC

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The undersigned, constituting the members of Data-Link Systems, LLC, a Wisconsin limited liability Company (the "LLC"), do hereby consent in writing, pursuant to the provisions of the Operating Agreement of the LLC, dated December 31, 1995 (the "Operating Agreement") by and between Fiserv, Inc. and Fiserv Solutions, Inc. (collectively the "Members") to the actions set forth in the following resolutions:

RESOLVED, that the Members of the LLC deem it in the best interest of the LLC to be qualified to do business in Florida and hereby approves the adoption of the fictitious name Unifit, LLC;

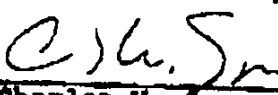
RESOLVED FURTHER, that the officers of the LLC be, and hereby are, directed and authorized to prepare and file any applications and documents with the appropriate regulatory agencies in Florida and to take all other actions as they deem necessary or helpful to effectuate the foregoing resolution.

Dated as of the 16th day of April, 1997.

FISERV, INC.

  
Charles W. Sprague, Secretary

FISERV SOLUTIONS, INC.

  
Charles W. Sprague, Secretary

**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. Data-Link Systems, LLC d/b/a UniFI, LLC  
 (Name of foreign limited liability company must end with the words "limited company" or their abbreviation "L.C." if not so contained in the name at present. Please Note: L.L.C. is not an acceptable suffix in Florida.)

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

3. 35-1976785  
 (FEI number, if applicable)

4. December 22, 1995  
 (Date of Organization)

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

6. Upon Qualification  
 (Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))

7. 1818 Commerce Drive  
South Bend, IN 46628  
 (Street address of principal office)

8. List and indicate in title space provided the name, title, and business address of each managing member (MGRM) or manager (MGR). It is not necessary to list members.  
 (attach additional page if necessary)

NAME AND ADDRESS:	TITLE:	NAME & ADDRESS:	TITLE:
<u>Fiserv, Inc.</u>	<u>MGRM</u>	_____	_____
<u>255 Fiserv Drive</u>		_____	
<u>Brookfield, WI 53045</u>		_____	
_____		_____	
<u>Fiserv Solutions, Inc.</u>	<u>MGRM</u>	_____	_____
<u>255 Fiserv Drive</u>		_____	
<u>Brookfield, WI 53045</u>		_____	
_____		_____	

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*F95000006195*

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN  
LIMITED LIABILITY COMPANY**

The undersigned member or authorized representative of a member of Data-Link Systems, LLC.

\_\_\_\_\_ deposes and says:

- 1) the above named limited liability company has at least two members
- 2) the total amount of cash contributed by the member(s) is \$ 20,000.00 .
- 3) if any, the agreed value of property other than cash contributed by member(s) is  
\$ 1,980,000.00 . A description of the property is attached and made a part hereto.
- 4) the total amount of cash or property anticipated to be contributed by member(s) is  
\$ 2,000,000 . This total includes amounts from 2 and 3 above.

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 4-16-97

Signature of a member or authorized representative of a member  
(in accordance with section 608.408(3), Florida Statutes, the execution of this affidavit  
constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

**Charles W. Sprague, Secretary**

**Filing Fee: \$ 52.50 for Affidavit**

**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, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: Data-Link Systems, LLC

2. The name and address of the registered agent and office is:

Corporation Service Company

(Name)

1201 Hays Street

(P.O. Box or Mail Drop Box NOT acceptable)

Tallahassee, FL 32301

(City/State/Zip)

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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.***

By: Kim Kuzgiewicz

(Signature)

4-18-97

(Date)

Filing Fee: \$ 35 for Designation of Registered Agent

DFI/CCS/Corp  
Fm 33 (DOM)  
(7/96)

- Printed on Recycled Paper -

United States of America

State of Wisconsin

DEPARTMENT OF FINANCIAL INSTITUTIONS

To All to Whom These Presents Shall Come, Greeting:

I, RICHARD L. DEAN, Secretary, Department of Financial Institutions, do hereby certify that

DATA-LINK SYSTEMS, LLC


is a domestic limited liability company organized under the laws of this state and that its date of organization is DECEMBER 21, 1995.

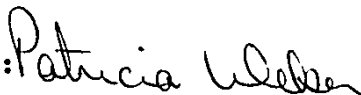
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I further certify that said company has not filed articles of dissolution with this department.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the official seal of the Department on MARCH 31, 1997.



  
Richard L. Dean, Secretary  
Department of Financial Institutions

BY: 

Effective July 1, 1996, the Department of Financial Institutions assumed the functions previously performed by the Corporations Division of the Secretary of State and is the successor custodian of corporate records formerly held by the Secretary of State.