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8/31/07

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07 AUG 23 AM 10:26

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA



CORPORATION SERVICE COMPANY

EFFECTIVE DATE

8/31/07

ACCOUNT NO. : 072100000032

REFERENCE : 067798 4383894

AUTHORIZATION

*[Signature]*

COST LIMIT : \$ 80.00

FILED  
07 AUG 23 AM 10:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ORDER DATE : August 23, 2007

70.00

ORDER TIME : 4:0 PM

ORDER NO. : 067798-010

CUSTOMER NO: 4383894

ARTICLES OF MERGER

ADS RESPONSECORP, INC.

INTO

TRANS UNION LLC

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

\_\_\_\_ CERTIFIED COPY  
XX \_\_\_\_\_ PLAIN STAMPED COPY

CONTACT PERSON: Joyce Markley

EXAMINER'S INITIALS: \_\_\_\_\_

EFFECTIVE DATE 8/31/07

FILED  
07 AUG 23 AM 10:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**CERTIFICATE AND ARTICLES OF MERGER  
OF  
ADS RESPONSECORP, INC.  
INTO  
TRANS UNION LLC**

The undersigned limited liability company organized and existing under and by virtue of the Delaware Limited Liability Company Act,

DOES HEREBY CERTIFY:

FIRST: That the name and jurisdiction of formation or organization of each of the constituent entities of the merger is as follows:

<u>NAME</u>	<u>STATE OF FORMATION</u>
ADS Responsecorp, Inc.	Florida
Trans Union LLC	Delaware

P01000671674

SECOND: That an agreement of merger between the parties to the merger and the merger has been approved, adopted, certified, executed and acknowledged by each of the constituent entities in accordance with the requirements and applicable provisions of Section 607.1108 of the Florida General Corporation Act and Section 18-209 of the Delaware Limited Liability Company Act.

THIRD: That the name of the surviving entity in the merger is Trans Union LLC.

FOURTH: That the effective date and time of the merger shall be August 31, 2007, at 11:50 p.m. Eastern Time.

FIFTH: That the executed agreement of merger is on file at the principal place of business of the surviving entity, the address of which is 555 West Adams Street, Chicago, Illinois 60661, Attention: Corporate Secretary.

SIXTH: That a copy of the agreement of merger will be furnished by the surviving entity, on request and without cost, to any shareholder of any constituent corporation or any member of any constituent limited liability company.

SEVENTH: The address of the principal office of the surviving entity is:

555 West Adams Street

Chicago, Illinois 60661

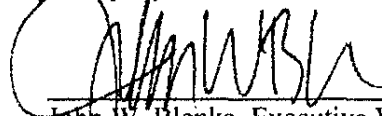
EIGHTH: The surviving entity is deemed to have appointed the Secretary of State for the State of Florida as its agent for service of process in any proceeding to enforce any obligation of, or the rights of dissenting shareholders of, ADS Responsecorp, Inc.

NINTH: The surviving entity has agreed to promptly pay to the dissenting shareholders of ADS Responsecorp, Inc. the amount, if any, to which they are entitled pursuant to Section 607.1302 of the Florida General Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed this Certificate and Articles of Merger on this the 23rd day of August, 2007.

TRANS UNION LLC, a Delaware limited liability company

By:



John W. Blenke, Executive Vice  
President, Corporate General  
Counsel and Corporate Secretary

## **AGREEMENT AND PLAN OF MERGER**

AGREEMENT AND PLAN OF MERGER (the "Agreement") dated August 22, 2007, among ADS RESPONSECORP, INC., a Florida corporation ("ADSR"), and TRANS UNION LLC, a Delaware limited liability company ("TULLC" or the "Surviving Entity").

### **WITNESSETH:**

WHEREAS, ADSR has authorized capital consisting of 100,000 shares of common stock, having a par value of \$0.01 per share, of which 53,706 shares are issued and outstanding and owned by TULLC;

WHEREAS, TULLC has determined that it is advisable and in its best interests that ADSR be merged with and into TULLC pursuant to Section 18-209 of the Delaware Limited Liability Company Act, as amended (the "DLLCA"), on the terms and conditions hereinafter set forth; and

WHEREAS, ADSR has determined that is advisable and in its best interests that ADSR be merged with and into TULLC pursuant to Section 607.1108 of the Florida General Corporation Act, as amended ("FGCA"), on the terms and conditions hereinafter set forth;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto agree as follows:

1. **Terms of Merger.** Subject to the terms and conditions hereof, as of the Effective Time, as set forth in Section 2, ADSR shall be merged with and into TULLC, all in accordance with the applicable provisions of the DLLCA and FGCA. The merger of ADSR into TULLC is hereinafter referred to as the "Merger."
2. **Effective Time.** As soon as practicable, the parties hereto shall cause articles or certificates of merger or consolidation, as appropriate, and any other necessary or desirable documents to be filed with the appropriate authority in their respective jurisdictions or organization. The Merger of ADSR into TULLC shall be effective at 11:50 p.m. Eastern Time on August 31, 2007 (the "Effective Time").
3. **Effects of the Merger.** The Merger shall have effects set forth in the applicable provisions of the DLLCA and FGCA.
4. **Cancellation or Exchange of Shares.** By virtue of the Merger and without any action on the part of the parties hereto, the status of the shares of ADSR and the membership interests in TULLC shall be as follows:
  - (a) **ADSR.** Each share of common stock issued and outstanding immediately prior to the Merger shall be cancelled and no cash, securities or other property shall be issued in exchange therefor. All certificates representing such shares of common stock shall be surrendered to the Surviving Entity for cancellation.
  - (b) **TULLC.** Each membership interest in TULLC outstanding immediately prior to the Merger shall remain outstanding without change.

5. **Surviving Entity.**

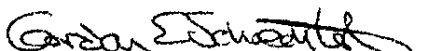
- (a) As of the Effective Time, the Certificate of Formation of TULLC shall be the Certificate of the Surviving Entity.
- (b) As of the Effective Time, the Limited Liability Company Agreement of TULLC shall be the Limited Liability Company Agreement of the Surviving Entity.
- (c) As of the Effective Time, the Managers and officers of TULLC shall become the Managers and officers of the Surviving Entity until their successors are duly elected and qualified in accordance with the Limited Liability Company Agreement of the Surviving Entity and the DLLCA. The names and business address of the Managers of the Surviving Entity are:

<u>Name</u>	<u>Business Address</u>
Harry C. Gambill	555 West Adams Street, Chicago, Illinois 60661
David M. Emery	555 West Adams Street, Chicago, Illinois 60661
John W. Blenke	555 West Adams Street, Chicago, Illinois 60661

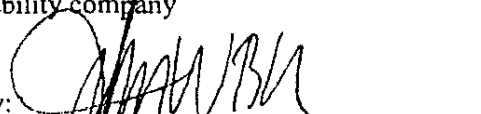
- 6. **Termination.** This Agreement may be terminated and the Merger abandoned at any time prior to the Effective Time by the consent of the Board of Directors of ADSR and the Managers of TULLC.
- 7. **Approval of Merger.** This Agreement and the Merger has been recommended by the Board of Directors of ADSR to the shareholders of ADSR and by the Managers of TULLC to the members of TULLC. The shareholders of ADSR and the members of TULLC have unanimously approved this Agreement and the Merger.

IN WITNESS WHEREOF, this Agreement has been duly executed on behalf of each of the parties hereto on the date first above written.

ADS RESPONSECORP, INC., a Florida corporation

By:   
Gordon E. Schaechterle, Treasurer

TRANS UNION LLC, a Delaware limited liability company

By:   
John W. Blenke, Executive Vice President, Corporate General Counsel and Corporate Secretary