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WASHINGTON, D.C.
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OVERLAND PARK, KANSAS
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IRVINE, CALIFORNIA

BRYAN CAVE LLP

ONE METROPOLITAN SQUARE, SUITE 3600
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(314) 259-2000

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LONDON, ENGLAND
RIYADH, SAUDI ARABIA
KUWAIT CITY, KUWAIT
ABU DHABI, UNITED ARAB EMIRATES
DUBAI, UNITED ARAB EMIRATES
HONG KONG
ASSOCIATED OFFICE IN
SHANGHAI, PEOPLE'S REPUBLIC OF CHINA

CONNIE B. WALSH
LEGAL ASSISTANT

PO6996

(314) 259-2357

April 16, 1997

Division of Corporations
P.O. Box 6327
Tallahassee, FL 72314

Re: Bridge Information Systems America, Inc.
f/k/a GFIC Financial, Inc.
f/k/a Knight-Ridder Financial, Inc.

Dear Sir or Madam:

Enclosed please find the following materials necessary to effect the above-referenced name changes:

- Two sets of Application by a Foreign Corporation to File an Amendment to Application for Authorization to Transact Business in Florida in duplicate
- Two Certificates of Fact regarding name change
- Name consent from Bridge Information Systems, Inc.
- A check in an amount not to exceed \$100 for the filing fees

800002173138--7
-05/09/97-01081-012
*****70.00 *****35.00

Upon review, please return the appropriate certificates and filed stamped copies to me in the envelope enclosed.

If you have any questions or requests for additional information or fees, please call me collect at your earliest convenience in order to expedite the filing. I thank you in advance for your cooperation in this matter.

Very truly yours,

Connie
Connie B. Walsh
Legal Assistant

CBW/pah
Enclosures

MAY 8 1997

N/C

FILED
97 APR 23 AM 8:25
SECRETARY OF STATE
TALLAHASSEE FLORIDA

RECEIVED
97 APR 23 PM 3:24
DIVISION OF CORPORATIONS

PROFIT CORPORATION

APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

(Pursuant to s. 607.1504, F.S.)

SECTION I

(1-3 must be completed)

1. Knight-Ridder Financial, Inc.

Name of corporation as it appears on the records of the Department of State.

2. Delaware

Incorporated under the laws of

3. 8/6/85

Date authorized to do business in Florida

FILED
97 APR 23 AM 8:25
SECRETARY OF STATE
TALLAHASSEE FLORIDA

SECTION II

(4-7 complete only the applicable changes)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? 7/26/96

5. GFIC Financial, Inc.

Name of corporation after the amendment, adding suffix "corporation", "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation.

6. If the amendment changes the period of duration, indicate new period of duration.

No Change

New Duration

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

No Change

New Jurisdiction

Daryl A. Rhodes
Signature

Daryl A. Rhodes
Typed or printed name

April 17, 1997

Date

Executive Vice President

Title

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "KNIGHT-RIDDER FINANCIAL, INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "GFIC FINANCIAL, INC.", THE TWENTY-SIXTH DAY OF JULY, A.D. 1996, AT 9 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

0617027 8320

AUTHENTICATION: 8415702

971117337

DATE: 04-11-97

WASHINGTON, D.C.
NEW YORK, NEW YORK
KANSAS CITY, MISSOURI
OVERLAND PARK, KANSAS
PHOENIX, ARIZONA
LOS ANGELES, CALIFORNIA
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LEGAL ASSISTANT

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(314) 259-2357

P06996

April 16, 1997

Division of Corporations
P.O. Box 6327
Tallahassee, FL 72314

Re: Bridge Information Systems America, Inc.
f/k/a GFIC Financial, Inc.
f/k/a Knight-Ridder Financial, Inc.

Dear Sir or Madam:

Enclosed please find the following materials necessary to effect the above-referenced name changes:

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-05/09/97--01081-012
*****70.00 *****35.00

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Very truly yours,

Connie
Connie B. Walsh
Legal Assistant

CBW/pah
Enclosures

N/C

FILED
97 APR 23 AM 8:28
SECRETARY OF STATE
TALLAHASSEE FLORIDA

RECEIVED
97 APR 23 PM 3:24
DIVISION OF CORPORATIONS



717 Office Parkway
St. Louis, MO 63141-7115
314-567-8100
800-325-3282

April 11, 1997

To Whom It May Concern:

Bridge Information Systems, Inc. hereby consents to the use of the name
"Bridge Information Systems America, Inc." by the Delaware corporation of same name.

BRIDGE INFORMATION SYSTEMS, INC.

By Kevin J. Scott

PROFIT CORPORATION

**APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE
AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

(Pursuant to s. 607.1504, F.S.)

FILED
97 APR 23 AM 8:28
SECRETARY OF STATE
TALLAHASSEE FLORIDA

SECTION I

(1-3 must be completed)

1. GFIC Financial, Inc.

Name of corporation as it appears on the records of the Department of State.

2. Delaware

Incorporated under the laws of

3. 8/6/85

Date authorized to do business in Florida

SECTION II

(4-7 complete only the applicable changes)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? 11/13/96

5. Bridge Information Systems America, Inc.

Name of corporation after the amendment, adding suffix "corporation", "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation.

6. If the amendment changes the period of duration, indicate new period of duration.


No Change

New Duration

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

No Change

New Jurisdiction



Signature

Daryl A. Rhodes

Typed or printed name

April 14, 1997

Date

Executive Vice President

Title

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "GFIC FINANCIAL, INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "BRIDGE INFORMATION SYSTEMS AMERICA, INC.", THE THIRTEENTH DAY OF NOVEMBER, A.D. 1996, AT 9 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.



Edward J. Freel

Edward J. Freel, Secretary of State

0617027 8320

971117341

AUTHENTICATION: 8415709

DATE: 04-11-97