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Apr 23, 1999 8:00 am
Secretary of State

04-23-1999 90134 018 ***150.00

PROFIT CORPORATION
 ANNUAL REPORT
 1999



FLORIDA DEPARTMENT OF STATE
Katherine Harris
 Secretary of State
 DIVISION OF CORPORATIONS

DOCUMENT # P11190

1. Corporation Name
 INTERNATIONAL BANKING TECHNOLOGIES, INC.



Principal Place of Business
 5660 NEW NORTHSIDE DRIVE
 SUITE 1400
 ATLANTA GA 30328
 US

Mailing Address
 5660 NEW NORTHSIDE DRIVE
 SUITE 1400
 ATLANTA GE 30328
 US

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified
 08/21/1986

4. FEI Number
 58-1626046

5. Certificate of Status Desired \$8.75 Additional Fee Required

6. Election Campaign Financing Trust Fund Contribution \$5.00 May Be Added to Fees

8. This corporation owes the current year Intangible Personal Property Tax. Yes No

2. Principal Place of Business
 21 Suite, Apt. #, etc.
 22 City & State
 23 Zip Country
 24

2a. Mailing Address
 26 Suite, Apt. #, etc.
 27 City & State
 28 Zip Country
 29

9. Name and Address of Current Registered Agent

10. Name and Address of New Registered Agent

CORPORATION SERVICE COMPANY
 1201 HAYS STREET
 TALLAHASSEE FL 32301

81 Name
 82 Street Address (P.O. Box Number is Not Acceptable)
 83
 84 City FL 85 Zip Code

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE _____ (NOTE: Registered Agent signature required when reinstating) DATE _____

12. OFFICERS AND DIRECTORS

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

TITLE	S	<input type="checkbox"/> DELETE
NAME	POPE, MICHAEL H	
STREET ADDRESS	2076 WEST PARK PL.	
CITY-ST-ZIP	STONE MOUNTAIN GA	
TITLE	AS	<input type="checkbox"/> DELETE
NAME	SMITH, SUSAN	
STREET ADDRESS	1770 INDIAN TR ROAD	
CITY-ST-ZIP	NORCROSS GA	
TITLE	D	<input type="checkbox"/> DELETE
NAME	BAILIS, DAVID P.	
STREET ADDRESS	2121 N. 117TH AVE, NP-30	
CITY-ST-ZIP	OMAHA NE 68164	
TITLE	D	<input type="checkbox"/> DELETE
NAME	DE NERO, HENRY T.	
STREET ADDRESS	6200 SOUTH QUEBEC STREET	
CITY-ST-ZIP	ENGLEWOOD CO 80111	
TITLE	AS	<input type="checkbox"/> DELETE
NAME	ABELMAN, HENRY M.	
STREET ADDRESS	10101 CLAUDE FREEMAN DR	
CITY-ST-ZIP	CHARLOTTE NC 28262	
TITLE	P	<input type="checkbox"/> DELETE
NAME	GARNETT, JOHN W.	
STREET ADDRESS	1770 INDIAN TRAIL RD, SUITE 300	
CITY-ST-ZIP	NORCROSS GA 30093	

1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME	
1.3 STREET ADDRESS	
1.4 CITY-ST-ZIP	SEE ATTACHED LIST
2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME	
2.3 STREET ADDRESS	
2.4 CITY-ST-ZIP	
3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME	
3.3 STREET ADDRESS	
3.4 CITY-ST-ZIP	
4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
4.2 NAME	
4.3 STREET ADDRESS	
4.4 CITY-ST-ZIP	
5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
5.2 NAME	
5.3 STREET ADDRESS	
5.4 CITY-ST-ZIP	
6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
6.2 NAME	
6.3 STREET ADDRESS	
6.4 CITY-ST-ZIP	

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed or on an attachment with an address, with all other like empowered.

SIGNATURE: *Jerry P. Dembowski* JERRY P. DEMBOWSKI 4/16/99 (770) 857-1248
 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E034 (1/1/98)

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401057-90134-18

Directors, Officers Report

International Banking Technologies, Inc.

Wednesday, April 15, 1998

DIRECTORS

David P. Bailis

Director

Primary Address: 5660 New Northside Drive, Suite 1400
Atlanta, GA 30328
Home Address: 571 Gramercy Drive
Mariette, GA 30068

Henry T. DeNero

Director

Primary Address: 6200 S. Quebec Street
Englewood, CO 80111
Home Address: 1245 County Road 6
Long Lake, MN 55356

OFFICERS

Henry M. Abelman

Assistant Secretary

Primary Address: 5660 New Northside Drive, Suite 1400
Atlanta, GA 30328
Home Address: 8360 Sentinae Chase Drive
Roswell, GA 30076

David P. Bailis

Secretary

Primary Address: 5660 New Northside Drive, Suite 1400
Atlanta, GA 30328
Home Address: 571 Gramercy Drive
Mariette, GA 30068

Kimberly R. Chimene

Vice President

Primary Address: 1770 Indian Trail Road
Norcross, GA 30093
Home Address: 4662 Quail Pointe Drive
Flowery Branch, GA 30542

Patricia A. Clemens

Vice President - Design

Primary Address: 1770 Indian Trail Road
Norcross, GA 30093
Home Address: 361 Toccoa Place
Jonesboro, GA 30236

Jerry P. Dembowski

Assistant Secretary

Primary Address: 5660 New Northside Drive, Suite 1400
Atlanta, GA 30328
Home Address: 902 Fieldstone Way
Woodstock, GA 30189

International Banking Technologies, Inc.

Suzanne R. Edwards

Vice President & Regional Director

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Primary Address: 2507 Glen Haven Blvd
Houston, TX 77030
Home Address: 2100 Willowick #2214
Houston, TX 77027

John W. Garnett

President

Primary Address: 1770 Indian Trail Road
Norcross, GA 30093
Home Address: 4020 Columns Drive
Marietta, GA 30067

Chief Executive Officer

Primary Address: 1770 Indian Trail Road
Norcross, GA 30093
Home Address: 4020 Columns Drive
Marietta, GA 30067

Kathy A. Harkey

Vice President & Regional Director

Primary Address: 1770 Indian Trail Road
Norcross, GA 30093
Home Address: 4166 Brookview Drive
Norcross, GA 30093

Mark F. Harris

Vice President - Marketing

Primary Address: 1770 Indian Trail Road
Norcross, GA 30093
Home Address: 3427 Dunlin Shore Court
Norcross, GA 30092

Thomas M. Hidell

Senior Vice President

Primary Address: 1770 Indian Trail Road
Norcross, GA 30093
Home Address: 1568 Historic View
Stone Mountain, GA 30087

Michael E. Kemmerer

Vice President - Plan Development

Primary Address: 1770 Indian Trail Road
Norcross, GA 30093
Home Address: 3631 Quail Hollow Trail
Snellville, GA 30278

Alan S. Kolof

Vice President & Regional Director

Primary Address: 1400 Creighton Avenue
Naperville, IL 60565
Home Address: 1151 Blackthorn Place
Deerfield, IL 60015

Todd S. Mann

Senior Vice President

Primary Address: 1770 Indian Trail Road
Norcross, GA 30093

International Banking Technologies, Inc.

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401057-90134-1811

Home Address: 1797 Meadow Dale Avenue
Atlanta, GA 30306

~~Bryan K. Neuman~~ ~~Vice President - Retail Development~~

~~SSN: 354-60-3916~~

~~Primary Address: 1400 Creighton Avenue~~

~~Naperville, IL 60565~~ No longer with company

~~Home Address: None given~~

Joseph T. Pannell III **Controller**

Primary Address: 1770 Indian Trail Road, #300
Norcross, GA 30093

Home Address: 525 Longview Drive
Norcross, GA 30071

Chief Financial Officer

Primary Address: 1770 Indian Trail Road, #300
Norcross, GA 30093

Home Address: 525 Longview Drive
Norcross, GA 30071

Shaun P. Pond **Vice President - Retail Development**

Primary Address: 110 East D Street
Benicia, CA 94510

Home Address: 812 Dorset Way
Benicia, CA 94510

David J. Pool **Vice President & Regional Director**

Primary Address: 431 Carnation Avenue
Corona Del Mar, CA 92675

Home Address: 2101 North Point, Apt 206
San Francisco, CA 94123

Michael H. Pope **Senior Vice President**

Primary Address: 1770 Indian Trail Road
Norcross, GA 30093

Home Address: 3150 Marne Drive, NW
Atlanta, GA 30306

Assistant Secretary

Primary Address: 1770 Indian Trail Road
Norcross, GA 30093

Home Address: 3150 Marne Drive, NW
Atlanta, GA 30306

Chief Administrative Officer

Primary Address: 1770 Indian Trail Road
Norcross, GA 30093

Home Address: 3150 Marne Drive, NW
Atlanta, GA 30306

Thomas A. Rossi **Assistant Secretary**

International Banking Technologies, Inc.

Primary Address: 2121 N. 117th Avenue
Omaha, NE 68164
Home Address: 5204 Jones Street
Omaha, NE 68106

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Bernard Rothman Assistant Treasurer

Primary Address: 5660 New Northside Drive, Suite 1400
Atlanta, GA 30328
Home Address: None given 520 Tullamore Way
Alpharetta, GA 30201

Kim M. Schmal Vice President - Retail Development

Primary Address: 1770 Indian Trail Road
Norcross, GA 30093
Home Address: 5260 Twillingate Place
Duluth, GA 30155

Gary L. Schmidt Assistant Treasurer

Primary Address: 5660 New Northside Drive, Suite 1400
Atlanta, GA 30328
Home Address: 8760 Glen Ferry Drive
Alpharetta, GA 30202

Thomas P. Tucker Jr. Vice President & Regional Director

Primary Address: 47 Devyn Drive
Chester Springs, PA 19425
Home Address: 47 Devyn Drive
Chester Springs, PA 19425

Patricia A. Winchell Assistant Secretary

Primary Address: 5660 New Northside Drive, Suite 1400
Atlanta, GA 30328
Home Address: 776 Old Paper Mill Drive
Marietta, GA 30067

Mark E. Young Assistant Treasurer

Primary Address: 5660 New Northside Drive, Suite 1400
Atlanta, GA 30328
Home Address: 120 Reston Court
Fayetteville, GA 30214