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Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # P26223 (8)

1. Corporation Name
WESTERN UNION FINANCIAL SERVICES, INC.

Principal Place of Business
ONE MACK CENTRE DRIVE
C/O TAX DEPT. 2-9
PARAMUS NJ 07652
US

Mailing Address
ONE MACK CENTRE DRIVE
C/O TAX DEPT. 2-9
PARAMUS NJ 07652
US



DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 09/28/1989	
21 6200 S. Quebec Street	26 6200 S. Quebec Street			4. FEI Number 22-2993574	
Suite, Apt. #, etc. 22 Attn: Tax Dept.	Suite, Apt. #, etc. 27 Attn: Tax Dept.			Applied For Not Applicable	
City & State 23 Englewood, CO	City & State 28 Englewood, CO			5. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required	
Zip 24 80111	Zip 29 80111			6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> \$5.00 May Be Added to Fees	
Country 25 US	Country 30 US			7. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	

9. Name and Address of Current Registered Agent		10. Name and Address of New Registered Agent	
CT CORPORATION SYSTEM 1200 S. PINE ISLAND ROAD PLANTATION FL 33324		81 Name Corporation Service Company	
		82 Street Address (P.O. Box Number is Not Acceptable) 1201 Hays Street	
		83	
		84 City Tallahassee	
		85 Zip Code FL 32301	

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 *Phyllis Gene Amari* DATE *1/8/98*

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	PD	1.1 TITLE	Please see attached
NAME	GEORGE D MCNARY	1.2 NAME	List of Officers & Directors
STREET ADDRESS	2534 E PENHURST PLACE	1.3 STREET ADDRESS	
CITY-ST-ZIP	HIGHLANDS RANCH CO	1.4 CITY-ST-ZIP	
TITLE	D	2.1 TITLE	
NAME	MCNARY, GEORGE D.	2.2 NAME	
STREET ADDRESS	2535 E. PENHURST PLACE	2.3 STREET ADDRESS	
CITY-ST-ZIP	HIGHLANDS RANCH CO	2.4 CITY-ST-ZIP	
TITLE	DT	3.1 TITLE	
NAME	LAWRENCE S. FOGELSON	3.2 NAME	
STREET ADDRESS	300 E 74TH STREET, APT 23A	3.3 STREET ADDRESS	
CITY-ST-ZIP	NEW YORK NY	3.4 CITY-ST-ZIP	
TITLE	AS	4.1 TITLE	
NAME	COYLE, ADAM	4.2 NAME	
STREET ADDRESS	7406 S. JACKSON CT.	4.3 STREET ADDRESS	
CITY-ST-ZIP	LITTLETON CO	4.4 CITY-ST-ZIP	
TITLE	S	5.1 TITLE	
NAME	FUHRMAN, EDWARD	5.2 NAME	
STREET ADDRESS	186 OVERBROOK DR.	5.3 STREET ADDRESS	
CITY-ST-ZIP	STAMFORD CT	5.4 CITY-ST-ZIP	
TITLE	D	6.1 TITLE	
NAME	R BRUCE AVERY	6.2 NAME	
STREET ADDRESS	10 FOREST HILL ROAD	6.3 STREET ADDRESS	
CITY-ST-ZIP	WEST NORWALK CT	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.

SIGNATURE *Phyllis Gene Amari* DATE *1/8/98*

CR2E034 (10/97)

**WESTERN UNION FINANCIAL SERVICES, INC.
CORPORATE OFFICERS'
HOME ADDRESSES**

<u>DIRECTORS:</u>	<u>TITLE</u>	<u>ADDRESS</u>
Lawrence S. Fogelson	Director	300 E. 74th Street Apt. 23A New York, NY 10021
George D. McNary	Director	2535 E. Penhurst Place Highlands Ranch, CO 80126
Kimberly S. Patmore	Director	5083 E. Otero Circle Littleton, CO 80122

<u>OFFICERS:</u>	<u>TITLE</u>	<u>ADDRESS</u>
R. Bruce Avery	Assistant Treasurer	1819 Bishops Green Drive Marietta, GA 30062
Adam P. Coyle	Assistant Secretary	7406 S. Jackson Ct. Littleton, CO 80122
James Fannan	Assistant Treasurer	8735 Tall Grass Place Lone Tree, CO 80124
Lawrence Fogelson	Assistant Treasurer	300 E. 74th Street Apt. 23A New York, NY 10021
Edward J. Fuhrman	Secretary	186 Overbrook Drive Stamford, CT 06906
George D. McNary	President	2535 E. Penhurst Highlands Ranch, CO 80126

**WESTERN UNION FINANCIAL SERVICES, INC.
CORPORATE OFFICERS'
HOME ADDRESSES**

<u>OFFICERS:</u>	<u>TITLE</u>	<u>ADDRESS</u>
Kimberly S. Patmore	Chief Financial Officer Vice President Treasurer	5083 E. Otero Circle Littleton, CO 80122
Phyllis Skene-Stimac	Assistant Secretary	8079 Clay Street Westminster, CO 80030