



Nov-26-03 02:07P

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Division of Corporations

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Florida Department of State
Division of Corporations
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MERGER OR SHARE EXCHANGE

ACI WORLDWIDE (FLORIDA) INC.

Certificate of Status	0
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OK

ARTICLES OF MERGER

The following articles of merger are being submitted in accordance with section(s) 607.1109, 608.4382, and/or 620.203, Florida Statutes and articles of merger in compliance with applicable Texas law have been submitted in accordance with the applicable provisions of the Texas Limited Liability Company Act.

FIRST: The exact name, street address of its principal office, jurisdiction, and entity type for each merging party are as follows:

Name and Street Address

1. ACI Worldwide (Florida) Inc.
15950 Bay Vista Drive
Suite 235
Clearwater, Florida 33760-3118

Jurisdiction

Florida

Entity Type

Corporation

Florida Document/Registration Number: P93000043287

FEI Number: 593189065

2. ACI Worldwide (Texas) LLC
224 South 108 Avenue
Omaha, Nebraska 68154

Texas

Limited Liability
Company

Florida Document/Registration Number: Not Applicable

FEI Number: Applied For

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SECOND: The exact name, street address of its principal office, jurisdiction, and entity type of the surviving party are as follows:

Name and Street Address

ACI Worldwide (Texas) LLC
224 South 108 Avenue
Omaha, Nebraska 68154

Jurisdiction

Texas

Entity Type

Limited Liability
Company

Florida Document/Registration Number: Not Applicable

FEI Number: Applied For

THIRD: The attached Plan of Merger meets the requirements of section(s) 607.1108, 608.438, 617.1103, and/or 620.201, Florida Statutes, and was approved by each domestic corporation, limited liability company, partnership and/or limited partnership that is a party to the merger in accordance with Chapter(s) 607, 617, 608, and/or 620, Florida Statutes.

FOURTH: If applicable, the attached Plan of Merger was approved by the other business entity(ies) that is/are party(ies) to the merger in accordance with the respective laws of all applicable jurisdictions.

FIFTH: If not incorporated, organized, or otherwise formed under the laws of the state of Florida, the surviving entity hereby appoints the Florida Secretary of State as its agent for substitute service of process pursuant to Chapter 48, Florida Statutes, in any proceeding to enforce any obligation or rights of any dissenting shareholders, partners, and/or members of each domestic corporation, partnership, limited partnership and/or limited liability company that is a party to the merger.

SIXTH: If not incorporated, organized, or otherwise formed under the laws of the state of Florida, the surviving entity agrees to pay the dissenting shareholders, partners, and/or members of each domestic corporation, partnership, limited partnership and/or limited liability company that is a party to the merger the amount, if any, to which they are entitled under section(s) 607.1302, 620.205, and/or 608.4384, Florida Statutes.

SEVENTH: If applicable, the surviving entity has obtained the written consent of each shareholder, member or person that as a result of the merger is now a general partner of the surviving entity pursuant to section(s) 607.1108(5), 608.4381(2), and/or 620.202(2), Florida Statutes.

EIGHTH: The merger is permitted under the respective laws of all applicable jurisdictions and is not prohibited by the agreement of any partnership or limited partnership or the regulations or articles of organization of any limited liability company that is a party to the merger.

NINTH: The merger shall become effective under Florida law as of the date the Articles of Merger are filed with Florida Department of State

TENTH: The Articles of Merger prepared for filing in the states of Florida and Texas comply and were executed in accordance with the laws of each party's applicable jurisdiction.

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SEP. 30. 2003 3:27PM ACI FINANCE/RCCT

NO. 824 P. 2

IN WITNESS WHEREOF, the undersigned have executed these Articles of Merger as of the 30th day of September, 2003.

ACI WORLDWIDE (FLORIDA) INC.,
a Florida corporation

By:  9/30/03
Authorized Officer

ACI WORLDWIDE (TEXAS) LLC,
a Texas limited liability company

By:  9/30/03
Authorized Manager

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TALLAHASSEE, FLORIDA

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PLAN OF MERGER

The following plan of merger, which was adopted and approved by each party to the merger in accordance with section(s) 607.1107, 617.1103, 608.4381, and/or 620.202, is being submitted in accordance with section(s) 607.1108, 608.438, and/or 620.201, Florida Statutes.

FIRST: The exact name and jurisdiction of each merging party are as follows:

<u>Name</u>	<u>Jurisdiction</u>
ACI Worldwide (Florida) Inc. 15950 Bay Vista Drive, Suite 235 Clearwater, Florida 33760-3118	Florida

SECOND: The exact name and jurisdiction of the surviving party are as follows:

<u>Name</u>	<u>Jurisdiction</u>
ACI Worldwide (Texas) LLC 224 South 108 Avenue Omaha, Nebraska 68154	Texas

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TALLAHASSEE, FLORIDA

THIRD: The terms and conditions of the merger are as follows:

The sole shareholder of ACI Worldwide (Florida) Inc., Transaction Systems Architects, Inc., is the sole member of the survivor, ACI Worldwide (Texas) LLC. Transaction Systems Architects, Inc. will continue to be the sole member of the survivor and all of the outstanding shares of ACI Worldwide (Florida) Inc. are canceled.

FOURTH:

- A. The manner and basis of converting the interests, shares, obligations or other securities of each merged party into the interests, shares, obligations or other securities of the survivor, in whole or in part, into cash or other property are as follows: The sole shareholder of ACI Worldwide (Florida) Inc., Transaction Systems Architects, Inc., is the sole member of the survivor, ACI Worldwide (Texas) LLC. Transaction Systems Architects, Inc. will continue to be the sole member of the survivor and the outstanding shares of ACI Worldwide (Florida) Inc. are canceled.
- B. The manner and basis of converting rights to acquire interests, shares, obligations or other securities of each merged party into rights to acquire interests, shares, obligations or other securities of the surviving entity, in whole or in part, into cash or other property are as follows: Non-Applicable

FIFTH: If a partnership or limited partnership is the surviving entity, the name(s) and address(es) of the general partner(s) are as follows: Non-Applicable

SIXTH: If a limited liability company is the surviving entity the name(s) and address(es) of the manager(s)/managing members are as follows:

Member-Manager

Transaction Systems Architects, Inc.
224 South 108 Avenue, Omaha, Nebraska 68154

SEVENTH: All statements that are required by the laws of the jurisdiction(s) under which each Non-Florida business entity that is a party to the merger is formed, organized, or incorporated are as follows: Non-Applicable

EIGHTH: Other provisions, if any, relating to the merger: Non-Applicable

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