

State of Idaho

Office of the Secretary of State

AMENDED CERTIFICATE OF AUTHORITY

OF

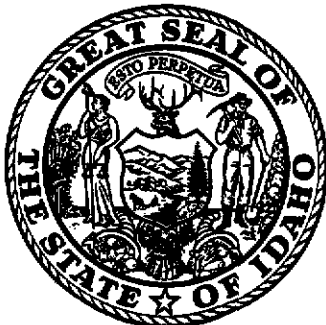
CITICORP DINERS CLUB INC.

File Number C 161431

I, BEN YSURSA, Secretary of the State, hereby certify that an Application for Amended Certificate of Authority, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Amended Certificate of Authority to reflect the name change from CITICORP DINERS CLUB INC. to **BMO DINERS CLUB INC.** and attach hereto a duplicate of the application for such amended certificate.

Dated: January 15, 2010



Ben Yursa

SECRETARY OF STATE

By *Sheryl DeWine*

214



APPLICATION FOR AMENDED CERTIFICATE OF AUTHORITY

(Instructions on back of application)

10 JAN 15 PM 1:36

SECRETARY OF STATE
STATE OF IDAHO

To the Secretary of State of the State of Idaho:

Pursuant to Section 30-1-1504, Idaho Code, the undersigned Corporation hereby applies for an amended certificate of authority to transact business in the State of Idaho and for that purpose submits the following statement. Complete only applicable items.

1. A Certificate of Authority was issued to the corporation by your office on: July 12, 2005, authorizing it to transact business in the State of Idaho under the name of: Citicorp Diners Club Inc.
2. Its corporate name has been changed to: BMO Diners Club Inc.
3. The name which it shall use hereafter in the State of Idaho is: _____
4. It has changed its jurisdiction of incorporation, without a change of corporate identity to: _____

Dated: January 15, 2010 Corporation Name: BMO Diners Club Inc.Signature: Typed Name: Craig IngramCapacity: President

Customer Acct #:

(If using pre-paid account)

Secretary of State use only

g:\app\forms\compliance\amendedcert authority.pdf
Revised 07/2007

IDAHO SECRETARY OF STATE
01/19/2010 05:00
CK: NONE CT: 1157 BH: 1203790
1 @ 30.00 = 30.00 AMEND CERT # 2
1 @ 20.00 = 20.00 EXPEDITE C # 3

C161431

Delaware

PAGE 1

The First State

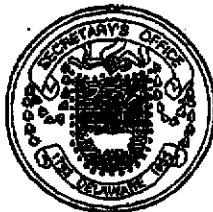
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "CITICORP DINERS CLUB INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "BMO DINERS CLUB INC.", THE THIRTEENTH DAY OF JANUARY, A.D. 2010, AT 6:20 O'CLOCK P.M.


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.

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100039466

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7758483

DATE: 01-14-10