

State of Idaho

Department of State

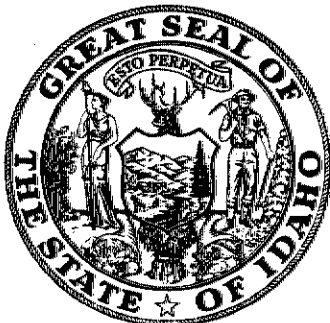
CERTIFICATE OF AUTHORITY
OF

CITICORP SERVICES INC.
File number C 117096

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of CITICORP SERVICES INC. for a Certificate of Authority to transact business in this State, duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to CITICORP SERVICES INC. to transact business in this State under the name CITICORP SERVICES INC. and attach hereto a duplicate original of the Application for such Certificate.

Dated: November 12, 1996



Pete T. Cenarrusa
SECRETARY OF STATE

By *Lois Small*

APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

12 8 49 AM '96
SECRETARY OF STATE
STATE OF IDAHO

To the Secretary of State of Idaho

The undersigned Corporation applies for a Certificate of Authority and states as follows:

1. The name of the corporation is Citicorp Services Inc.
2. The name which it shall use in Idaho is _____
3. It is incorporated under the laws of New York
4. Its date of incorporation is July 16, 1965 and its duration, if other than perpetual, is _____
5. The address of its principal office in the state or country under the laws of which it is incorporated is
8430 West Bryn Mawr Avenue Chicago, Illinois 60631
6. The address to which correspondence should be addressed, if different than item 5, is _____
7. The street address of its registered office in Idaho is 300 North 6th Street, Boise, Idaho 83701
_____ and its registered agent in Idaho at that address is CT Corporation System
8. The purpose or purposes which it is proposed to pursue in the transaction of business in Idaho are:
The provisions of Electronic Benefit transaction services and related. The sale and marketing of Travellers Cheques.
9. The names and respective addresses of its directors and officers are:

Name	Office	Address
Please see attached.		
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

10. The corporation accepts and shall comply with the Constitution and the laws of the State of Idaho.

Dated: November 6, 1996

Citicorp Services Inc.
(Corporation name)

By David Koopman
Its President, Vice President, Secretary or Assistant Secretary
(please specify)
David Koopman, Vice President

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Secretary of State - Use only
DATE 11/12/1996 0900 38420
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CK #: 5247444 CUST# 72208
AUTH PRO
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CORP SUR 1@ 20.00= 20.00
#: C

CITICORP SERVICES INC.

DIRECTORS

<u>NAME</u>	<u>OFFICE OR RELATIONSHIP</u>	<u>PLACE OF BUSINESS</u>
Robert E. Terkhorn	Division Executive Citicorp Global Cash Management Services Chairman of Citicorp Services Inc. Senior Vice President Citibank, N.A.	153 E. 53rd Street Citicorp Center New York, NY 10043
John J. Egan, III	Managing Director, Vice President WWSS Global Operations, Technology & Client Services	111 Wall Street New York, NY 10043
Robert A. Fader	President Citicorp Services Inc. Executive Director Global Travelers Checks, Global Cash Management Services	8430 West Bryn Mawr Chicago, IL 60631
G. Patrick McGunagle	Vice President Division Executive Global Trade Finance Division	399 Park Avenue New York, NY 10043
Jeffrey A. Volk	Executive Vice President Citibank, N.A.	666 Fifth Avenue New York, NY 10103

PRINCIPAL OFFICERS

<u>NAME</u>	<u>OFFICE OR RELATIONSHIP</u>	<u>PLACE OF BUSINESS</u>
Robert A. Fader	President	8430 West Bryn Mawr Chicago, IL 60631
Robert D. Leavitt	Vice President/ General Counsel and Secretary	8430 West Bryn Mawr Chicago, IL 60631
Robert W. Kolar	Vice President and Chief Financial Officer	8430 West Bryn Mawr Chicago, IL 60631

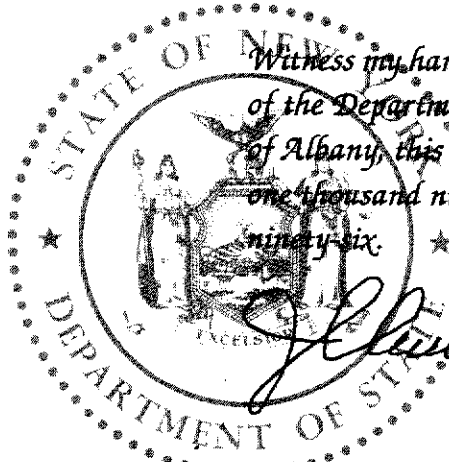
[12/29/95]

State of New York) ss:
Department of State

I hereby certify, that the certificate of incorporation of CITICORP SERVICES INC. was filed on 07/16/1965, under the name of FNCB SERVICES CORPORATION, with perpetual duration, and that a diligent examination has been made of the index of corporation papers filed in this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.

A Certificate of Amendment FNCB SERVICES CORPORATION, changing name to CITICORP SERVICES, INCORPORATED, was filed 02/24/1972.

A Certificate of Amendment CITICORP SERVICES, INCORPORATED, changing name to CITICORP SERVICES INC., was filed 12/06/1985.



Witness my hand and the official seal
of the Department of State at the City
of Albany, this 06th day of November,
one thousand nine hundred and
ninety six.

[Signature]
Special Deputy Secretary of State

NOV 12 8 49 AM '96
SECRETARY OF STATE
STATE OF IDAHO