



Department of State.

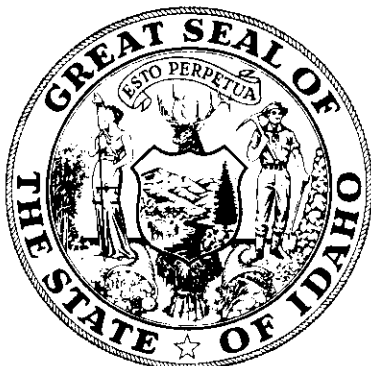
**CERTIFICATE OF AUTHORITY
OF**

DIAL COMPUTER SYSTEMS CORPORATION, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of ***DIAL COMPUTER SYSTEMS CORPORATION, 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 ***DIAL COMPUTER SYSTEMS CORPORATION, INC.*** to transact business in this State under the name ***DIAL COMPUTER SYSTEMS CORPORATION, INC.*** and attach hereto a duplicate original of the Application for such Certificate.

Dated ***July 14***, 19 ***80***.



Pete T. Cenarrusa
SECRETARY OF STATE

Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

To the Secretary of State of Idaho.

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

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1. The name of the corporation is Dial Computer Systems Corporation, Inc.

SECRETARY OF
STATE

2. *The name which it shall use in Idaho is Dial Computer Systems Corporation, Inc.

3. It is incorporated under the laws of Nevada

4. The date of its incorporation is June 11, 1979 and the period of its duration is perpetual

5. The address of its principal office in the state or country under the laws of which it is incorporated is Store C, 5000 West Charleston Boulevard, Las Vegas, Nevada

6. The address of its proposed registered office in Idaho is 267 North Orchard Street, Boise, Idaho 83704, and the name of its proposed

registered agent in Idaho at that address is Larry R. Billiard

7. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are: data services

8. The names and respective addresses of its directors and officers are:

Name	Office	Address
William F. Kramer	President/Director	207 9th Street, Des Moines, IA
Donald R. Banning	Vice President	207 9th Street, Des Moines, IA
Eugene A. Anderson	Vice President	207 9th Street, Des Moines, IA
Robert W. Bettie	Secretary	207 9th Street, Des Moines, IA
Dennis E. Young	Treasurer	207 9th Street, Des Moines, IA
Steve R. Wagner	Asst. Sec/Director	207 9th Street, Des Moines, IA
James R. Berens	Director	207 9th Street, Des Moines, IA

9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
250	common	\$100.00

(continued on reverse)

10. The aggregate number of its issued shares, itemize by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
10	common	\$100.00

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

12. This Application is accompanied by a copy of its articles of incorporation and amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated July 3, 19 80.

DIAL COMPUTER SYSTEMS CORPORATION, INC.

By

William F. Kramer
William F. Kramer

Its President

and

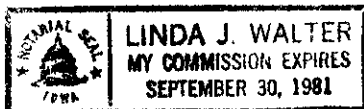
Steve R. Wagner
Steve R. Wagner
Its Assistant Secretary

STATE OF IOWA)

COUNTY OF Polk) ss:

I, Linda J. Walter, a notary public, do hereby certify that on this 3rd day of July, 19 80, personally appeared before me William F. Kramer, who being by me first duly sworn, declared that he is the President of Dial Computer Systems Corporation, Inc.

that he signed the foregoing document as President of the corporation and that the statements therein contained are true.



Linda J. Walter
Notary Public

*Pursuant to section 30-1-108(b)(1), Idaho Code, if the corporation assumes a name other than its true name, this application must be accompanied by a resolution of the Board of Directors to that effect.

IN THE OFFICE OF THE
SECRETARY OF STATE OF THE
STATE OF NEVADA

JUN 11 1979

A. SWACKHAMER, SECRETARY OF STATE

ARTICLES OF INCORPORATION

BY: Dial Financial Corporation
207 Ninth Street
Des Moines, Iowa 50307

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Dial Computer Systems Corporation, Inc.

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~~Now, the undersigned~~ incorporators, hereby associate ourselves together
to form and establish a corporation under the laws of the State of Nevada.

SECRETARY OF
STATE

ARTICLE I

The name of the corporation shall be Dial Computer Systems Corporation, Inc.

ARTICLE II

The principal office of the corporation is to be located at Store C, 5000
West Charleston Boulevard, Las Vegas, Clark County, Nevada.

ARTICLE III

The nature of the business, objects and purposes proposed to be transacted,
promoted or carried on by the corporation shall be any lawful activity sub-
ject to the Nevada General Corporation Law.

ARTICLE IV

The amount of the total authorized capital stock of the corporation is 250
shares with a par value of \$100 per share.

ARTICLE V

The members of the governing board of the corporation shall be styled
directors. The first Board of Directors shall consist of three individuals,
whose names and post office addresses are:

<u>NAME</u>	<u>ADDRESS</u>
Mabel Anne Fisher	128 East 35th Court Des Moines, Iowa 50317
Michael J. Keller	3938 Clinton Street Des Moines, Iowa 50310
William F. Kramer	7321 Roseland Drive Des Moines, Iowa 50322

ARTICLE VI

After the amount of the subscription price or par value has been paid in,
no capital stock shall be subject to assessment to pay the debts of the
corporation.

ARTICLE VII

The names and post office addresses of each of the incorporators signing the Articles of Incorporation are:

<u>NAME</u>	<u>ADDRESS</u>
Mabel Anne Fisher	128 East 35th Court Des Moines, Iowa 50317
David C. Wood	4201 Boulder Drive West Des Moines, Iowa 50265
William F. Kramer	7321 Roseland Drive Des Moines, Iowa 50322

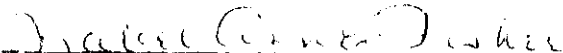
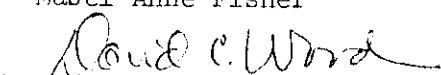
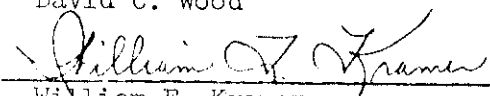
ARTICLE VIII

This corporation is to exist perpetually.

ARTICLE IX

As the corporation is one of the various subsidiaries affiliated with a parent corporation, it is contemplated that there will be relations between this corporation and its parent corporation, and associated companies and persons; therefore, no contract, act or other transaction between this corporation and any person or persons, co-partnership, corporation or association shall be affected or invalidated by the fact that anyone or more of the stockholders, directors or officers of this corporation is interested in, or is a stockholder, director or officer of such other corporation or association, or is a party to or interested in such contract, act or other transaction, or in any way connected with such person or persons, co-partnership, association or corporation or that in any transaction between this corporation and another corporation either of them is a stockholder in the other. Any person who may become a director of this corporation is hereby relieved from all disability or liability arising out of any contract in good faith with the corporation for the benefit of himself or any person or persons, co-partnership, association or corporation in which he may have or represent a financial interest.

IN TESTIMONY WHEREOF, we have hereunto subscribed our names this 31st day of May, 1979.


Mabel Anne Fisher

David C. Wood

William F. Kramer

STATE OF IOWA:

:SS

COUNTY OF POLK:

On this 31st day of May, 1979, before me, the under signed, a Notary Public in and for said county, in said State, personally appeared Mabel Anne Fisher, David C. Wood and William F. Kramer, to me known to be the identical persons named in and who executed the within and foregoing instrument, to which this is attached, and acknowledged that they executed the same as their voluntary act and deed.

Evelyn M. McCaune
Notary Public

My Commission Expires:



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CONSENT TO USE OF NAME

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SECRETARY OF
STATE

I, Steve R. Wagner, hereby certify that I am Assistant Secretary of the following corporations, who by these presents give their consents to each other to use their respective names.

Dial Finance Company of Idaho (Idaho corporation)
Dial Leasing Corporation (Iowa corporation)
Dial Corporation, Inc. (Nevada corporation)
Dial Computer Systems Corporation, Inc. (Nevada corporation)

IN WITNESS WHEREOF, I have hereunto set my hand this 3rd day of July, 1980.

Steve R. Wagner