

State of Idaho

Office of the Secretary of State

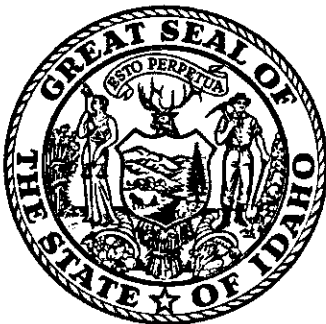
**CERTIFICATE OF AUTHORITY
OF
MONERIS SOLUTIONS, INC.**

File Number C 175138

I, BEN YSURSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority, duly executed pursuant to the provisions of the Idaho Business Corporation Act, 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 Certificate of Authority to transact business in this State and attach hereto a duplicate of the application for such certificate.

Dated: September 20, 2007



Ben Ysursa

SECRETARY OF STATE

By

Linda McQuary



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

07 SEP 20 PM 12:19
SECRETARY OF STATE
STATE OF IDAHO

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

1. The name of the corporation is:
Moneris Solutions, Inc.
2. The name which it shall use in Idaho is: _____
3. It is incorporated under the laws of: Delaware
4. Its date of incorporation is: August 22, 2000
5. The address of its principal office is:
150 N. Martingale Road, Suite 900, Schaumburg, IL 60173
6. The address to which correspondence should be addressed, if different from item 5, is:
3300 Bloor St. W. 10th Floor, Toronto, Ontario Canada M8X 2X2
7. The street address of its registered office in Idaho is: 1423 Tyrell Lane, Boise, Idaho 83706
and its registered agent in Idaho at that address is: National Registered Agents, Inc.
8. The names and respective business addresses of its directors and officers are:

Name	Office	Address
See Attached		

Dated: Sept 19, 2007

Signature: Diana Lizotte

Typed Name: Diana Lizotte

Capacity: Assistant Secretary
[The signer must be a director or an officer of the corporation.]

Customer Acct # :

(If using pre-paid account)

Secretary of State use only

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Revised 03/2005

IDAHO SECRETARY OF STATE
09/20/2007 05:00
CX: 629 CT: 217765 BH: 1076640
1 @ 100.00 = 100.00 AUTH PRO # 2

Web Form

C175138

Moneris Solutions, Inc.

OFFICERS

James Baumgartner
Chief Executive Officer
3300 Bloor St. W.
Toronto, ON M8X 2X2 Canada

Greg Cohen
President
150 N. Martingale Rd. #900
Schaumburg, IL 60173

Sally Mitchell
Treasurer
3300 Bloor St. W.
Toronto, ON M8X 2X2 Canada

Fern Glowinsky
Secretary
3300 Bloor St. W.
Toronto, ON M8X 2X2 Canada

Claudio DeBon
Assistant Treasurer
150 N. Martingale Rd. #900
Schaumburg, IL 60173

Diana Lizotte
Assistant Secretary
3300 Bloor St. W.
Toronto, ON M8X 2X2 Canada

DIRECTORS

James Baumgartner
3300 Bloor St. W.
Toronto, ON M8X 2X2 Canada

Robert Cooper
3201 Beechleaf Court
7th Floor, Highlands
Raleigh, NC 27604

Cynthia Ullrich
111 West Monroe Street
Chicago, IL 60603

Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MONERIS SOLUTIONS, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE NINETEENTH DAY OF SEPTEMBER, A.D. 2007.

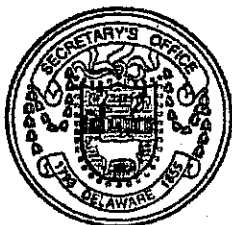
AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "MONERIS SOLUTIONS, INC." WAS INCORPORATED ON THE TWENTY-SECOND DAY OF AUGUST, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

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071030119



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6010773

DATE: 09-19-07