

04-20-2000



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BOX ASSIGNMENTS, Commissioner of Patents and Trademarks, Washington, D.C. 20231
Please record and index the attached original documents or copy thereof.

1. Name of conveying party(ies): Administar Communications, Inc.
State of Indiana Corporation
3-22-99

2. Name and address of receiving party(ies):
Name: Fiserv Solutions, Inc.
Address: 255 Fiserv Drive
City: Brookfield State: WI Zip: 53005
Type of Company: Corporation
Corporation-State: Wisconsin
If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designation must be a separate document from Assignment)
Additional name(s) & address(es) attached? Yes No

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OPR/FINANCE

3. Nature of Conveyance: Merger
Execution Date: April 17, 1997

4. A. Trademark Application No.(s) B. Trademark Registration No.(s) 1,723,489 and 1,764,184
Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Dyann L. Kostello
Michael Best & Friedrich LLP
Suite 3300
100 East Wisconsin Avenue
Milwaukee, WI 53202-4108

6. Total number of applications and registrations involved: 2
7. Total fee (37 CFR 3.41):.....\$ 65.00
 Enclosed
 Deficiencies in fee charged to deposit account
8. Deposit account number: 13-3080

DO NOT USE THIS SPACE

9. Statement and signature.
To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.
Patricia A. Motta March 22, 2000
Name of Person Signing Signature Date
Total number of pages including cover sheet, attachments, and document: 6

United States Postal Service Express Mail Mailing Label No. EL402997593US

cc: Docketing

04/19/2000 DNGUYEN 00000156 1723489

01 FC:481 40.00 OP
02 FC:482 25.00 OP

ARTICLES OF MERGER
OF
ADMINASTAR COMMUNICATIONS, INC.
INTO
FISERV SOLUTIONS, INC.

97.APR.23 P3:53

These Articles of Merger are executed by the undersigned pursuant to Sections 180.1105 and 180.1107 of the Wisconsin Business Corporation Law:

I. The names and respective states of incorporation of the merging corporations are:

AdminaStar Communications, Inc.	Indiana
Fiserv Solutions, Inc.	Wisconsin

II. The name and state of incorporation of the surviving corporation is Wisconsin.

III. The adopted Plan and Agreement of Merger (the "Plan") is attached as Exhibit A.

IV. The Plan was approved by the foreign corporation that is a party to the merger, in accordance with the laws of the state under which it was incorporated.

V. The Plan was approved by the domestic corporation that is a party to the merger in accordance with Section 180.1103 of the Wisconsin Statutes.

VI. The Merger shall be effective upon the filing of these Articles of Merger with the Wisconsin Department of Financial Institutions.

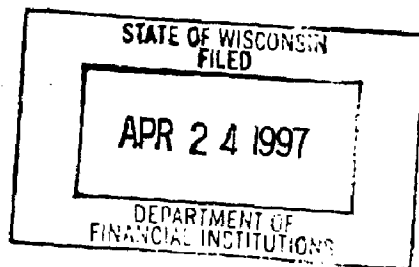
Executed by the surviving corporation on behalf of all parties to the merger on this 17th day of April, 1997.

FISERV SOLUTIONS, INC.

By: *Charles W. Sprague*
Charles W. Sprague, Secretary

This document drafted by:

Elaine Sutton Ekes
Michael, Best & Friedrich
100 E. Wisconsin Ave.
Suite 3300
Milwaukee, WI 53202



PLAN AND AGREEMENT OF MERGER

THIS PLAN AND AGREEMENT OF MERGER (the "Agreement") is made and entered into the 14 day of April, 1997, by and between FISERV SOLUTIONS, INC., a Wisconsin corporation ("Solutions"), and ADMINASTAR COMMUNICATIONS, INC., an Indiana corporation ("AdminaStar").

RECITALS

WHEREAS, Solutions is a corporation duly organized and existing under the laws of the State of Wisconsin, with authorized capital stock of 1,000 shares of common stock, \$0.01 par value per share, and 100 shares of common stock issued and outstanding; and

WHEREAS, AdminaStar is a corporation duly organized and existing under the laws of the State of Indiana, with authorized capital stock of 1000 shares of common stock, no par value per share, and 1000 shares of common stock issued and outstanding; and

WHEREAS, the Board of Directors of Solutions has determined that it is advisable and generally to the advantage and welfare of Solutions and its shareholders, and the Board of Directors of AdminaStar has determined that it is advisable and generally to the advantage and welfare of AdminaStar and its shareholders that AdminaStar be merged with and into Solutions on the terms and conditions hereinafter set forth; and

WHEREAS, the Boards of Directors of Solutions and AdminaStar, by resolutions duly adopted, have approved and adopted this Agreement; and

WHEREAS, the shareholders of Solutions and AdminaStar, by resolutions duly adopted, have approved this Agreement;

NOW, THEREFORE, Solutions and AdminaStar, in consideration of the premises and of the mutual provisions, agreements and covenants herein contained and in accordance with the applicable statutes of the State of Wisconsin and the State of Indiana hereby agree as follows:

AGREEMENT

1. Merger. At the Effective Date (as hereinafter defined), AdminaStar will be merged with and into Solutions (hereinafter sometimes "Surviving Corporation") in accordance with Subchapter XI of the Wisconsin Business Corporation Law and in accordance with the Indiana Business Corporation Law (the "Merger"). All of the following shall occur upon the Effective Time: the separate existence of AdminaStar shall cease and the existence of Solutions as Surviving Corporation shall continue unaffected and unimpaired by the Merger; the title to all property owned by AdminaStar and Solutions (the "Constituent Corporations") shall be vested in Surviving Corporation without reversion or impairment; Surviving Corporation shall assume and have all liabilities of each Constituent Corporation; a civil, criminal, administrative or investigatory proceeding pending against either Constituent Corporation may be continued as if the Merger did not occur or Surviving Corporation may be substituted in the proceeding for AdminaStar.

If at any time after the Effective Date, Surviving Corporation shall deem it appropriate that any assignments or assurances should be made to vest, perfect or confirm of record in Surviving Corporation the title to any property or right of AdminaStar acquired by Surviving Corporation as a result of the Merger, the officers and directors of Surviving Corporation, in the name of AdminaStar or otherwise, may take and do any action necessary or desirable to vest, perfect or confirm title to such property and rights in Surviving Corporation and otherwise to carry out the purposes of the Merger.

2. Name of Surviving Corporation. The name of Surviving Corporation shall remain Fiserv Solutions, Inc. ("Solutions").

3. Location of the Principal Office of Surviving Corporation. The Principal Office of Surviving Corporation shall be:

255 Fiserv Drive
Brookfield, Wisconsin 53045

4. Purpose of Surviving Corporation. Solutions may conduct or engage in any lawful activity under the laws of the state in which it is organized.

5. Articles of Incorporation and Bylaws.

(a) The Articles of Incorporation of Solutions, as in effect immediately prior to the Effective Date, shall continue in full force and effect as the Articles of Incorporation of Surviving Corporation following the Effective Date until changed or amended.

(b) The Bylaws of Solutions, as in effect immediately prior to the Effective Date shall continue in full force and effect as the Bylaws of Surviving Corporation following the Effective Date until changed or amended.

6. Directors and Officers. The directors and officers of Solutions immediately prior to the Effective Date shall be the directors and officers of Surviving Corporation, each such director or officer to hold office until the term for which he or she has previously been elected shall expire and his or her successor has been duly elected and qualified, or until such director's or officer's earlier death, resignation or removal.

7. Conversion of Shares. The manner of converting the issued and outstanding shares of Solutions and AdminaStar shall be as follows:

(a) Both Solutions and AdminaStar are wholly owned subsidiaries of Fiserv, Inc. As a result of the merger, all shares of AdminaStar shall be cancelled. The Merger shall not effect a change in any of the issued and outstanding shares of stock of Solutions and none of such shares shall be exchanged or converted as a result of the Merger. Surviving Corporation shall not issue any of its capital stock as a result of the Merger.


(b) Each share of common stock held in treasury by AdminaStar, if any, shall immediately upon the Effective Date cease to exist and all certificates representing such shares shall be cancelled and no consideration shall be paid or issued in respect thereof.

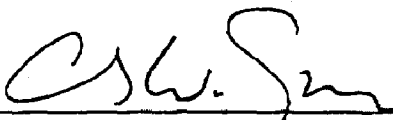
8. Effective Date. The effective date and time of the Merger (the "Effective Date") shall be upon filing of the Articles of Merger with the appropriate offices as indicated under Item 9 herein.

9. Articles of Merger. The appropriate officers of Solutions and AdminaStar shall prepare and execute Articles of Merger as required by the Wisconsin Business Corporation Law and the Indiana Business Corporation Law and shall file such Articles of Merger with the Wisconsin Department of Financial Institutions and the Indiana Secretary of State. Such officers are further authorized to do any and all other things necessary to effectuate the Merger.


IN WITNESS WHEREOF, the parties hereto have executed this Plan and Agreement of Merger as of the date first above written.

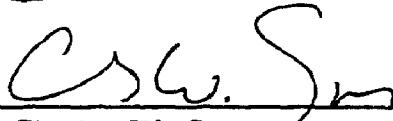
FISERV SOLUTIONS, INC.

By: 
Leslie M. Muma,
President, Chief Operating Officer

By: 
Charles W. Sprague
Executive Vice President, Secretary

ADMINASTAR COMMUNICATIONS, INC.

By: 
Leslie M. Muma
President

By: 
Charles W. Sprague
Secretary

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