

EXPEDITED
AZ CORP. COMMISSION
DELIVERED

FEB 0 1 1996

FILED BY Christine Gaus
TERM _____
DATE 2/1

Effective 2/1/96

ARTICLES OF MERGER

OF

0152236-2

SENDERO CORPORATION
An Arizona Corporation

INTO

F- 0101501-6

FISERV SOLUTIONS, INC.
A Wisconsin Corporation

Pursuant to the provisions of Section 10-077 of the Arizona Business Corporation Act, the undersigned domestic and foreign corporation adopt the following Articles of Merger:

FIRST: The names of the undersigned corporations and the States under the laws of which they are respectively organized are as follows:

<u>Name of Corporation</u>	<u>State</u>
Sendero Corporation	Arizona
Fiserv Solutions, Inc.	Wisconsin

SECOND: The laws of the State of Wisconsin, under which the foreign corporation is organized permit such merger.

THIRD: The name of the surviving corporation is Fiserv Solution, Inc., and such corporation is to be governed by the laws of the State of Wisconsin.

FOURTH: The following plan of merger, which is attached as Exhibit A, was approved by the shareholders of the undersigned domestic corporation in the manner prescribed by the Arizona Business Corporation Act and was approved by the undersigned foreign corporation in the manner prescribed by the laws of the state under which it is organized.

FIFTH: As to each of the undersigned corporations, the number of shares outstanding, and the designation and number of outstanding shares of each class or series entitled to vote as a class or series on such Plan, are as follows:

<u>Name of Corporation</u>	<u>Number of shares Outstanding</u>	<u>Entitled to Vote as a Class or Series Designation of Class or Series</u>	<u>Number of Shares</u>
Sendero Corporation	100	Common Stock	100
Fiserv Solutions, Inc.	100	Common Stock	100

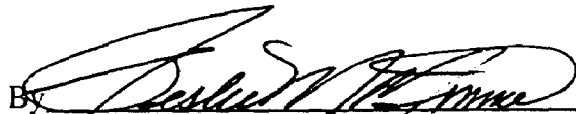
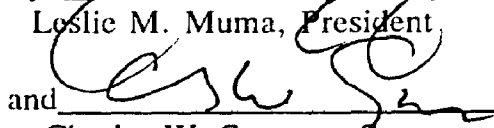
SIXTH: The Plan of Merger was approved and adopted by a unanimous consent to action by the sole shareholder of Sendero Corporation and by a unanimous consent to action by the sole shareholder of Fiserv Solutions, Inc.

SEVENTH: Fiserv Solutions, Inc., the surviving corporation, agrees that it may be served with process in Arizona in any proceeding for the enforcement of any obligation of the domestic corporation which is a party to such merger and in any proceeding for the enforcement of the rights of a dissenting shareholder of any such domestic corporation against the surviving corporation.

EIGHTH: This merger shall be effective upon filing of the Articles of Merger with the Arizona Secretary of State.

Dated this 29th day of December, 1995.

FISERV SOLUTIONS, INC.

By 
 Leslie M. Muma, President
 and 
 Charles W. Sprague, Secretary

SENDERO CORPORATION


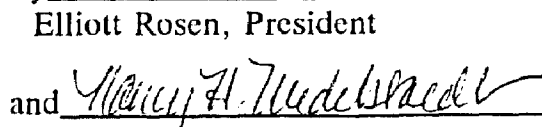
By 
 Elliott Rosen, President
 and 
 Nancy H. Wedelstaedt, Assistant Secretary

EXHIBIT A

PLAN OF MERGER

THIS PLAN OF MERGER (the "Agreement") is made and entered into the 29th day of December, 1995, by and between FISERV SOLUTIONS, INC., a Wisconsin corporation ("Solutions"), and SENDERO CORPORATION, an Arizona corporation ("Sendero").

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, Sendero is a corporation duly organized and existing under the laws of the State of Arizona, with authorized capital stock of 100 shares of common stock, no par value per share and 100 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 Sendero has determined that it is advisable and generally to the advantage and welfare of Sendero and its shareholders that Sendero be merged with and into Solutions on the terms and conditions hereinafter set forth; and

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

WHEREAS, the shareholders of Solutions and Sendero have duly approved this Agreement;

NOW, THEREFORE, Solutions and Sendero, 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 Arizona hereby agree as follows:

AGREEMENT

1. Merger. At the Effective Date (as hereinafter defined), Sendero will be merged with and into Solutions (hereinafter sometimes "Surviving Corporation") in accordance with Subchapter XI of the Wisconsin Business Corporation Law and the General Corporation Law of the State of Arizona (the "Merger"). All of the following shall occur upon the Effective Date: the separate existence of Sendero ceases and the existence of Solutions as Surviving Corporation continues unaffected and unimpaired by the Merger; the title to all property owned by Sendero and Solutions (the "Constituent Corporations") is vested in Surviving Corporation without reversion or impairment; Surviving Corporation has 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 Sendero.

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 Sendero acquired by Surviving Corporation as a result of the Merger, the officers and directors of Surviving Corporation, in the name of Sendero 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 is to 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 will conduct or engage in any lawful activity under the laws of any state in which it is qualified.

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 Sendero shall be as follows:

(a) Both Solutions and Sendero are wholly owned subsidiaries of Flserv, Inc. As a result of the Merger, all shares of Sendero 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.

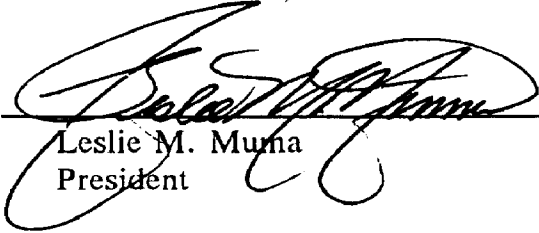
(b) Each share of common stock held in treasury by Sendero, if any, shall immediately upon the Effective Date cease to exist and all certificates representing such shares shall be cancelled and no consideration shall be paid and issued in respect thereof.

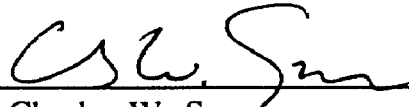
8. Effective Date. The Merger shall be effective upon the filing of the Articles of Merger (the "Effective Date").

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

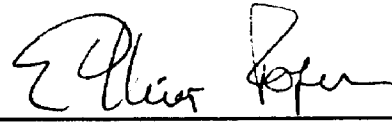
IN WITNESS WHEREOF, the parties hereto have executed this Plan of Merger as of the date first above written.

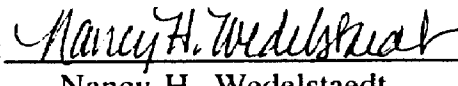
FISERV SOLUTIONS, INC.

By: 
Leslie M. Muma
President

By: 
Charles W. Sprague
Executive Vice President, Secretary

SENDERO CORPORATION

By: 
Elliott Rosen
President

By: 
Nancy H. Wedelstaedt
Assistant Secretary