

11-08-2002

F



HEET

102276206

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): **Fiserv Atlanta, Inc.**
State of Georgia Corporation

10-30-02

2. Name and address of receiving party(ies):
Name: **Fiserv Solutions, Inc.**
Address: 255 Fiserv Drive
City: Brookfield State: WI Zip: 53045
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

3. Nature of Conveyance: Merger
Execution Date: **December 29, 1995**

4. A. Trademark Application No.(s) B. Trademark Registration No.(s) See attached

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
100 East Wisconsin Avenue
Milwaukee, Wisconsin 53202-4108

11/07/2002 TDIAZ1 00000195 1385823
01 FC:8521 40.00 OP
02 FC:8522 100.00 OP

6. Total number of applications and registrations involved: 5

7. Total fee (37 CFR 3.41):.....\$ 140.00
 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.

Dyann L. Kostello
Name of Person Signing

Dyann L. Kostello
Signature

October 30, 2002
Date

Total number of pages including cover sheet, attachments, and document: 9

OMB No. 0651-0011 (exp. 4/94) TFORMITMASSIGN Attorney File 34083/9079

United States Postal Service Express Mail Mailing Label No. EV139484545US

cc: Docketing

TRADEMARK
REEL: 002613 FRAME: 0027

SCHEDULE A

<u>Mark</u>	<u>Reg. No.</u>	<u>Issued</u>
SPECTRUM	1,385,823	3/11/86
SPECTRUM	1,729,066	11/3/92
SPECTRUM	1,735,192	11/24/92
SPECTRUM	1,735,391	11/24/92
SPECTRUM	1,731,905	11/10/92

ARTICLES OF MERGER

of

FISERV ATLANTA, INC.

into

FISERV SOLUTIONS, INC.

Pursuant to the provisions of Section 14-2-1107 of the Official Code of Georgia Annotated, the undersigned domestic and foreign corporations adopt the following Articles of Merger:

1. The names of the corporations participating in the merger and the States under the laws of which they are respectively organized are as follows:

<u>Name of Corporation</u>	<u>State</u>
Fiserv Solutions, Inc.	Wisconsin
Fiserv Atlanta, Inc.	Georgia

2. The laws of the State under which the foreign participating corporation is organized permits such a merger under substantially the same terms as Sec. 14-2-1107 of the Official Code of Georgia Annotated.

3. The name of the surviving corporation shall be Fiserv Solutions, Inc. and such corporation shall be governed by the laws of the state of Wisconsin.

4. The plan and agreement of merger is set forth as Exhibit A.

5. As to Fiserv Solutions, Inc., the plan and agreement of merger was duly approved by unanimous consent of the sole shareholder on December 29, 1995.

As to Fiserv Atlanta, Inc., the plan and agreement of merger was duly approved by unanimous consent of the sole shareholder on December 29, 1995.

6. This merger shall be effective upon the filing of these Articles of Merger with the Georgia Secretary of State.

7. The surviving corporation certifies that a Notice of Merger and a publishing fee of \$40.00 have been mailed or delivered to an authorized newspaper, as required by law.

FISERV SOLUTIONS, INC.



Charles W. Sprague, Secretary

12/29/95

Signature Date

FISERV ATLANTA, INC.



George D. Dalton,
Chairman of the Board

12/29/95

Signature Date

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FEB 1 12 51 PM '98
DSR (I)

EXHIBIT A

PLAN AND AGREEMENT OF MERGER

THIS PLAN AND AGREEMENT OF MERGER (the "Agreement") is made and entered into the 27th day of December, 1995, by and between FISERV SOLUTIONS, INC., a Wisconsin corporation ("Solutions"), and FISERV ATLANTA, INC., a Georgia corporation ("Atlanta").

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, Atlanta is a corporation duly organized and existing under the laws of the State of Georgia, with authorized capital stock of 10,000 shares of common stock, \$0.01 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 Atlanta has determined that it is advisable and generally to the advantage and welfare of Atlanta and its shareholders that Atlanta be merged with and into Solutions on the terms and conditions hereinafter set forth; and

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

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

NOW, THEREFORE, Solutions and Atlanta, 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 Georgia hereby agree as follows:

AGREEMENT

1. Merger. At the Effective Date (as hereinafter defined), Atlanta will be merged with and into Solutions (hereinafter sometimes "Surviving Corporation") in accordance with Subchapter XI of the Wisconsin Business Corporation Law and the Georgia Business Corporation Code (the "Merger"). All of the following shall occur upon the Effective Date: the separate existence of Atlanta ceases and the existence of Solutions as Surviving Corporation continues unaffected and unimpaired by the Merger; the title to all property owned by Atlanta 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 Atlanta.

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 Atlanta acquired by Surviving Corporation as a result of the Merger, the officers and directors of Surviving Corporation, in the name of Atlanta 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 Atlanta shall be as follows:

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

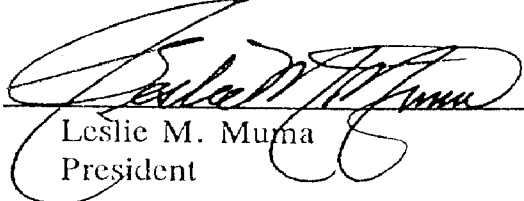
(b) Each share of common stock held in treasury by Atlanta, if any, shall immediately upon the Effective Date cease to exist and all certificates representing such shares shall be cancelled and no consideration shall be paid and issued in respect thereof.

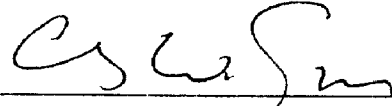
8. Effective Date. The Merger shall be effective upon the filing of the Articles of Merger (the "Effective Date").

9. Articles of Merger. The appropriate officers of Solutions and Atlanta shall prepare and execute Articles of Merger as required by the Wisconsin Business Corporation Law and the Georgia Business Corporation Code and shall file such Articles of Merger with the Wisconsin Secretary of State and the Georgia 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

By: 
Charles W. Sprague
Executive Vice President, Secretary

FISERV ATLANTA, INC.

By: 
George D. Dalton
Chairman of the Board

By: 
Charles W. Sprague
Assistant Secretary

SECRETARY OF STATE
FEB 1 12 32 PM '96
DSM (1)

SECRETARY OF STATE
MAR 4 11 29 AM '96
BSR (4)

Secretary of State
Business Information and Services
Suite 315, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1530

DOCKET NUMBER : 960670337
CONTROL NUMBER: 9302289
EFFECTIVE DATE: 02/01/1996
REFERENCE : 0091
PRINT DATE : 03/07/1996
FORM NUMBER : 411

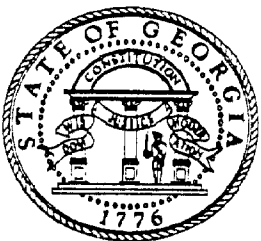
CSC NETWORKS
LISA WILLIAMS
66 LUCKIE STREET
ATLANTA, GA 30303

CERTIFICATE OF MERGER

I, the Secretary of State of the State of Georgia, do hereby issue this certificate pursuant to Title 14 of the Official Code of Georgia Annotated certifying that articles or a certificate of merger and fees have been filed regarding the merger of the below entities, effective as of the date shown above. Attached is a true and correct copy of said filing.

Surviving Entity:
FISERV SOLUTIONS, INC., A WISCONSIN CORPORATION

Nonsurviving Entity/Entities:
FISERV ATLANTA, INC., A GEORGIA CORPORATION



Lewis A. Massey
LEWIS A. MASSEY
SECRETARY OF STATE

RECORDED: 10/30/2002

TRADEMARK
REEL: 002613 FRAME: 0035