

Filing fee: \$50.00
License fee: \$15.00 minimum
(Section 7-1.1-124)

Corporate ID

44148

**APPLICATION FOR
CERTIFICATE OF AUTHORITY
OF**

The Credit Bureau, Incorporated of Georgia

To the Secretary of State
of the State of Rhode Island

Pursuant to the provisions of Section 7-1.1-103 of the General Laws, 1956, as amended, the undersigned corporation hereby applies for a Certificate of Authority to transact business in the State of Rhode Island, and for that purpose submits the following statement:

FIRST: The name of the corporation is
The Credit Bureau, Incorporated of Georgia.....

SECOND: The name which it elects to use in Rhode Island is
The Credit Bureau, Incorporated of Georgia.....

(If the name of the corporation does not contain the word "corporation," "company," "incorporated," or "limited," or an abbreviation of one of such words, insert the name of the corporation with the word or abbreviation which it elects to add thereto for use in Rhode Island;)

THIRD: It is incorporated under the laws of Georgia.....

FOURTH: The date of its incorporation is 1-27-37..... and the period
of its duration is 11-14-91.....

FIFTH: The address of its principal office in the state or country under the laws of
which it is incorporated is 1600 Peachtree St., N.W., Atlanta, Ga. 30309.....

SIXTH: The address of its proposed registered office in Rhode Island is 151 Lavan St.,
Warwick, R.I. 02888..... and the name of its proposed registered agent in
Rhode Island at that address is M. B. Clancy.....

SEVENTH: The purpose or purposes which it proposes to pursue in the transaction of
business in Rhode Island are

To provide credit information for business decisions; to
furnish, develop, and sell automated billing services and
systems, management assistance and control reporting.

EIGHT: _____ directors and officers are:

.....
.....
.....

Please see attached list

President

Vice President

Secretary

Treasurer

NINTH: The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
1,250	Common		No Par

TENTH: The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
1,250	Common		No Par

ELEVENTH: An estimate of the value of all property to be owned by it for the following year, wherever located, is \$ 27,450,960

TWELFTH: An estimate of the value of its property to be located within Rhode Island during such year is \$ 5,000

THIRTEENTH: An estimate of the gross amount of business to be transacted by it during such year is \$ 116,440,297

FOURTEENTH: An estimate of the gross amount of business to be transacted by it at or from places of business in Rhode Island during such year is \$ 10,000

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

EIGHTH: The names and respective addresses of its directors and officers are:

Name	Office	Address
THE CREDIT BUREAU, INC. OF GEORGIA		
OFFICERS		
W. LEE BURGE	CHAIRMAN	4404 PACES BATTLE, ATLANTA, GA.
J. V. WHITE	VICE CHRMN & CEO	2771 PEACHTREE RD., N.E., ATLANTA, GA.
J. A. BAKER	VICE CHAIRMAN	4034 BEECHWOOD DR., N.W., ATLANTA, GA.
J. O. PERKINS	PRESIDENT	295 MARK TR., SANDY SPRINGS, GA.
R. J. GOOFREY	EXEC. V.P.	5170 MEADOWLAKE LANE, DUNWOODY, GA.
J. E. DANSON	SR. VICE PRESIDENT	3540 TOWNSHIP VALLEY CT. MARIETTA GA.
G. W. SKINNER	SR. VICE PRESIDENT	2735 ROXBURGH DR., ROSWELL, GA.
A.A. AURRECOECHEA	VICE PRESIDENT	1115 DUNBARTON TR., ATLANTA, GA.
E. W. SAWHILL	VICE PRES./CONTROLLER	3671 SUMMITRIDGE DR., DORAVILLE, GA.
L. W. CLEMENTE	VICE PRESIDENT	7060 GLENRIDGE DR., NE, ATLANTA, GA.
M. B. GUILFORD	VICE PRESIDENT	6244 BROOMSEDGE TR., WORCROSS, GA.
G. R. KAMBY	VICE PRESIDENT	3346 EMBRY CIRCLE, CHAMBLEE, GA.
P. E. MARTZ	VICE PRESIDENT	1869 PARK MANOR CT., N.E., MARIETTA, GA.
R. E. DAVIS	VICE PRESIDENT	6706 LEYLAND PARK DR., SAN JOSE, CA.
		2030 CHESTER CT., DORAVILLE, GA.

NINTH:
by classes,
class, is:

temized
within a

Number of Shares	Class	Series	Par Value per Share or Statement that Shares are without Par Value
1,250	Common		No Par

TENTH: The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

Number of Shares	Class	Series	Par Value per Share or Statement that Shares are without Par Value
1,250	Common		No Par

ELEVENTH: An estimate of the value of all property to be owned by it for the following year, wherever located, is \$ 27,450,960

TWELFTH: An estimate of the value of its property to be located within Rhode Island during such year is \$ 5,000

THIRTEENTH: An estimate of the gross amount of business to be transacted by it during such year is \$ 116,440,297

FOURTEENTH: An estimate of the gross amount of business to be transacted by it at or from places of business in Rhode Island during such year is \$ 10,000

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

Secretary of State
Business Services and Regulation

Suite 306, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334

CERTIFICATE DATE : 07/23/87
DOCKET NUMBER : 87203472
EXAMINER : ELAINE DEAL
TELEPHONE : 404-656-2814
CHARTER NUMBER : 8114863
DATE/INCRP/AUTH : 01/27/37
JURISDICTION : GEORGIA

REQUESTED BY:

EQUIFAX, INC. - SARA SALMAN
P. O. BOX 4081
ATLANTA, GEORGIA 30302

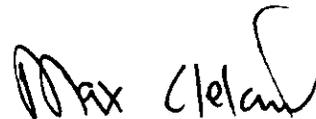
CERTIFICATE

I, MAX CLELAND, Secretary of State and the Corporations Commissioner of the State of Georgia, do hereby certify under the seal of my office that the attached documents are true and correct copies of documents pertaining to the corporate filings of:

"THE CREDIT BUREAU, INCORPORATED OF GEORGIA"

a corporation, formed in the jurisdiction set forth above, and incorporated, or authorized to do business, in the State of Georgia on the above date, as the same appears of file and record in the Office of the Secretary of State. This certificate is issued under the authority of D.C.G.A. Section 14-2-6 or D.C.G.A. Section 14-3-6 and shall be taken and received in all courts, public offices, and official bodies as prima-facie evidence of the existence or non-existence of the facts stated herein.

AMOUNT DUE:



MAX CLELAND
SECRETARY OF STATE

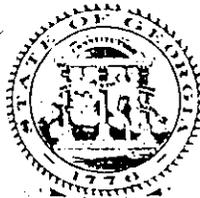


H. WAYNE HOWELL
DEPUTY SECRETARY OF STATE



DUPLICATE

State of Georgia

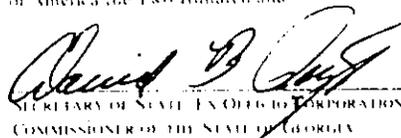


OFFICE OF SECRETARY OF STATE

J. David B. Poythress, Secretary of State of the State of Georgia, do hereby certify that

"THE CREDIT BUREAU, INCORPORATED OF GEORGIA" and "SYSTEMEDICS, INCORPORATED" both corporations of the State of Georgia will be duly merged under the laws of the State of Georgia, pursuant to articles of merger filed in the Office of the Secretary of State on the 22nd day of December, 1981, effective 11:59 P. M., Eastern Standard Time, on December 31, 1981, into "THE CREDIT BUREAU, INCORPORATED OF GEORGIA", the resulting corporation, and the fees therefor paid, as provided by law, and that attached hereto is a true copy of said articles of merger.

IN TESTIMONY WHEREOF I have hereunto set my hand and affixed the seal of my office at the Capitol in the City of Atlanta, this 22nd day of December in the year of our Lord One Thousand Nine Hundred and Eighty One and of the Independence of the United States of America the Two Hundred and Six.


SECRETARY OF STATE EX OFFICIO CORPORATION
COMMISSIONER OF THE STATE OF GEORGIA

ARTICLES OF MERGER
OF
SYSTEMEDICS, INCORPORATED
WITH AND INTO
THE CREDIT BUREAU, INCORPORATED OF GEORGIA

RECEIVED
LUC 72 3 22 PM '81
SECRETARY OF STATE

The Credit Bureau, Incorporated of Georgia, a Georgia corporation, and a wholly-owned subsidiary of Equifax Inc., a Georgia corporation, and Systemedics, Incorporated, a Georgia corporation, and a wholly-owned subsidiary of Equifax Inc., pursuant to the applicable provisions of the Georgia Business Corporation Code, hereby execute the following Articles of Merger:

ARTICLE 1.

The Agreement and Plan of Merger ("Plan of Merger") annexed hereto and by this reference made a part hereof, was approved by the respective Boards of Directors of Systemedics, Incorporated and The Credit Bureau, Incorporated of Georgia in the manner prescribed by the Georgia Business Corporation Code; has been submitted to the respective shareholders of Systemedics, Incorporated, and The Credit Bureau, Incorporated of Georgia, and has been approved by the requisite affirmative vote of such shareholders. Pursuant to the Plan of Merger, Systemedics, Incorporated will be merged with and into The Credit Bureau, Incorporated of Georgia, as the surviving corporation, which will continue under the name "The Credit Bureau, Incorporated of Georgia."

ARTICLE 2.

As to each corporation, the shareholder vote required to adopt the Plan of Merger is the affirmative vote of a majority of shares

entitled to vote thereon, and the number of shares outstanding and entitled to vote, and the number of shares voted in favor of the Plan of Merger are as follows:

<u>COMPANY</u>	<u>NUMBER OF SHARES ENTITLED TO VOTE</u>	<u>SHARES VOTED IN FAVOR OF PLAN</u>
The Credit Bureau, Incorporated of Georgia	<u>1250</u>	<u>1250</u>
Systemedics, Incorporated	<u>1000</u>	<u>1000</u>

No shares of either merging corporation are entitled to vote as a class.

ARTICLE 3.

The effective time and date of the merger shall be as of the later of the time of delivery of these Articles of Merger, together with two (2) conformed copies thereof, to the Secretary of State of Georgia or 11:59 p.m., Eastern Standard Time, on December 31, 1981.

IN WITNESS WHEREOF, each of the undersigned corporations has caused these Articles of Merger to be executed by their duly authorized officers and their seals hereunto affixed this 16th day of December, 1961.

ATTEST:

THE CREDIT BUREAU,
INCORPORATED OF GEORGIA

[Signature]

By: [Signature]
Title: President

[CORPORATE SEAL]

ATTEST:

SYSTEMEDICS, INCORPORATED

[Signature]

By: [Signature]
Title: President

[CORPORATE SEAL]

AGREEMENT AND PLAN OF MERGER

THIS AGREEMENT AND PLAN OF MERGER (hereinafter referred to as the "Plan of Merger") dated as of the 16th day of December, 1981, by and between THE CREDIT BUREAU, INCORPORATED OF GEORGIA, a Georgia corporation (sometimes hereinafter referred to as "CBI" or the "Surviving Corporation") and SYSTEMEDICS, INCORPORATED, a Georgia corporation (sometimes hereinafter referred to as "Systemedics") (CBI and Systemedics are sometimes hereinafter collectively referred to as the "Constituent Corporations").

W I T N E S S E T H:

WHEREAS, the Boards of Directors of CBI and Systemedics have adopted resolutions declaring advisable the proposed merger of Systemedics with and into CBI upon the terms and conditions hereinafter set forth.

NOW, THEREFORE, the parties hereto agree to effect the merger provided for in this Plan of Merger upon the following terms and conditions:

1. Merger.

1.1 Names of Constituent Corporations; Merger. The names of the corporations proposing to merge hereunder are The Credit Bureau, Incorporated of Georgia, a Georgia corporation, and a wholly-owned subsidiary of Equifax Inc., and Systemedics, Incorporated, a Georgia corporation and a wholly-owned subsidiary of Equifax Inc. On the Effective Date (as defined in Section 1.2

hereof), Systemedics shall be merged with and into CBI and the separate existence of Systemedics shall cease. The Constituent Corporations shall become a single corporation which shall be The Credit Bureau, Incorporated of Georgia and shall continue in existence as the Surviving Corporation under the name "The Credit Bureau, Incorporated of Georgia." Except as otherwise specifically set forth herein, the identity, existence, purposes, powers, franchises, rights and immunities of the Surviving Corporation shall continue unaffected and unimpaired by the merger.

1.2 Effective Date. This Plan of Merger shall become effective upon the later of the time and date that (i) the Articles of Merger referred to in Section 4.1 hereof have been filed as required by the laws of the State of Georgia or (ii) 11:59 p.m., Eastern Standard Time, on December 31, 1981.

2. Terms and Conditions of the Merger.

2.1 Articles of Incorporation and By-Laws of Surviving Corporation. On the Effective Date, the Articles of Incorporation and By-Laws of CBI, as in effect immediately prior to the Effective Date, shall continue in full force and effect as the Articles of Incorporation and By-Laws of the Surviving Corporation until altered or amended as provided therein or in accordance with the laws of the State of Georgia.

2.2 Directors and Officers. On the Effective Date, the Board of Directors and Officers of the Surviving Corporation shall consist of all the persons who are the directors and officers of CBI immediately before the merger becomes effective. All of such

officers and directors shall continue to hold office until their successors have been duly elected and qualified in accordance with applicable law and the By-Laws of the Surviving Corporation.

2.3 Property and Liabilities. On the Effective Date, the separate existence of Systemedics shall cease and Systemedics shall be merged with and into CBI as the Surviving Corporation. The Surviving Corporation shall, from and after the Effective Date, possess all the rights, privileges, powers and franchises of whatever nature and description, and shall be subject to all the restrictions and duties of each of the parties hereto; and all rights, privileges, powers and franchises of each of the parties hereto, and all property (real, personal and mixed) and debts due to either of the parties hereto on whatever account or belonging to either of them shall be vested in the Surviving Corporation; and all property, rights, privileges, powers and franchises, and all and every other interest shall be thereafter as effectually the property of the Surviving Corporation as they were the Constituent Corporations; and the title to any real estate vested by deed or otherwise in either of them shall not revert to or be in any way impaired by reason of such merger. All rights of creditors and liens upon the property of the parties hereto shall be preserved unimpaired, and all debts, liabilities and duties of the parties shall henceforth attach to and be the liabilities of the Surviving Corporation and may be enforced against it to the same extent as if such debts, liabilities and duties had been incurred or contracted by it. If at any time the Surviving Corporation shall consider or be

advised that any further assignments, assurances in law, or other acts or instruments are necessary or desirable to vest, perfect, or confirm in the Surviving Corporation the title to any property or rights of the Constituent Corporations, the Constituent Corporations and their proper officers and directors shall and will do all such acts and things as may be necessary or proper to vest, effect, or confirm title to such property or rights in the Surviving Corporation and otherwise to carry out the purposes of this Plan of Merger.

3. Manner and Basis of Conversion and Exchange of Shares.

3.1 Stock of CBI. The shares of capital stock of CBI outstanding immediately prior to the Effective Date shall not be converted as a result of the merger but shall remain outstanding as the shares of capital stock of the Surviving Corporation.

3.2 Stock of Systemedics. All of the capital stock of Systemedics issued and outstanding immediately prior to the Effective Date, shall, on the Effective Date, be cancelled and no shares of CBI shall be issued in exchange therefor.

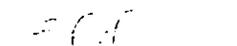
4. Miscellaneous.

4.1 Articles of Merger. Simultaneously with the execution of this Plan of Merger, the parties hereto shall execute Articles of Merger in the form of Exhibit A attached hereto and made a part hereof, and the Surviving Corporation shall cause such Articles of Merger to be filed as required by the laws of the State of Georgia, and shall cause all fees with respect thereto to be paid and all notices with respect thereto to be properly given or published.

4.2 Counterparts. This Plan of Merger may be executed in two or more counterparts each of which shall be deemed to be an original instrument, but all of such counterparts together shall constitute but one Plan of Merger.

IN WITNESS WHEREOF, The Credit Bureau, Incorporated of Georgia and Systemedics, Incorporated have caused this Agreement and Plan of Merger to be executed by their duly authorized officers and their corporate seals affixed hereunto, all as of the day and year first above written.

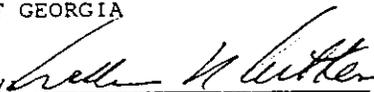
ATTEST:


[CORPORATE SEAL]

ATTEST:


[CORPORATE SEAL]

THE CREDIT BUREAU, INCORPORATED
OF GEORGIA

By: 

Its: President

SYSTEMEDICS, INCORPORATED

By: 

Its: President

EXHIBIT A
ARTICLES OF MERGER
OF
SYSTEMEDICS, INCORPORATED
WITH ~~AND~~ INTO
THE CREDIT BUREAU, INCORPORATED OF GEORGIA

The Credit Bureau, Incorporated of Georgia, a Georgia corporation, and a wholly-owned subsidiary of Equifax Inc., a Georgia corporation, and Systemedics, Incorporated, a Georgia corporation, and a wholly-owned subsidiary of Equifax Inc., pursuant to the applicable provisions of the Georgia Business Corporation Code, hereby execute the following Articles of Merger:

ARTICLE 1.

The Agreement and Plan of Merger ("Plan of Merger") annexed hereto and by this reference made a part hereof, was approved by the respective Boards of Directors of Systemedics, Incorporated and The Credit Bureau, Incorporated of Georgia in the manner prescribed by the Georgia Business Corporation Code; has been submitted to the respective shareholders of Systemedics, Incorporated, and The Credit Bureau, Incorporated of Georgia, and has been approved by the requisite affirmative vote of such shareholders. Pursuant to the Plan of Merger, Systemedics, Incorporated will be merged with and into The Credit Bureau, Incorporated of Georgia, as the surviving corporation, which will continue under the name "The Credit Bureau, Incorporated of Georgia."

ARTICLE 2.

As to each corporation, the shareholder vote required to adopt the Plan of Merger is the affirmative vote of a majority of shares entitled to vote thereon, and the number of shares outstanding and entitled to vote, and the number of shares voted in favor of the Plan of Merger are as follows:

<u>COMPANY</u>	<u>NUMBER OF SHARES ENTITLED TO VOTE</u>	<u>SHARES VOTED IN FAVOR OF PLAN</u>
The Credit Bureau, Incorporated of Georgia	<u>1250</u>	<u>1250</u>
Systemedics, Incorporated	<u>1000</u>	<u>1000</u>

No shares of either merging corporation are entitled to vote as a class.

ARTICLE 3.

The effective time and date of the merger shall be as of the later of the time of delivery of these Articles of Merger, together with two (2) conformed copies thereof, to the Secretary of State of Georgia or 11:59 p.m., Eastern Standard Time, on December 31, 1981.

IN WITNESS WHEREOF, each of the undersigned corporations has caused these Articles of Merger to be executed by their duly authorized officers and their seals hereunto affixed this ____ day of _____, 1981.

ATTEST:

THE CREDIT BUREAU,
INCORPORATED OF GEORGIA

By: _____
Title: _____

[CORPORATE SEAL]

ATTEST:

SYSTEMEDICS, INCORPORATED

By: _____
Title: _____

[CORPORATE SEAL]

DUPLICATE

State of Georgia



OFFICE OF SECRETARY OF STATE

I, David B. Poythress, Secretary of State of the State of Georgia, do hereby certify that

"THE CREDIT BUREAU, INCORPORATED OF GEORGIA" and "CREDIT BUREAU OF MARIETTA, INC." both corporations of the State of Georgia have been duly merged under the laws of the State of Georgia pursuant to articles of merger filed in the office of the Secretary of State on the 13th day of February, 1981, effective the 13th day of February, 1981, into "THE CREDIT BUREAU, INCORPORATED OF GEORGIA", the resulting corporation, and the fees therefor paid, as provided by law, and that attached hereto is a true copy of said articles of merger.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Office of the Secretary of State in the City of Atlanta, this 13th day of February, 1981, the year of our Lord One Thousand Nine Hundred and Eighty One and of the Independence of the United States of America the Two Hundred and

David B. Poythress
SECRETARY OF STATE IN OFFICE CORPORATION
COMMISSIONER OF THE STATE OF GEORGIA

RECEIVED
1981 JUN 2 10 01
SECRETARY STATE

ARTICLES OF MERGER
OF
CREDIT BUREAU OF MARIETTA, INC.
WITH AND INTO
THE CREDIT BUREAU INCORPORATED OF GEORGIA

Credit Bureau of Marietta, Inc., a Georgia corporation, and The Credit Bureau Incorporated of Georgia, a Georgia corporation, pursuant to the applicable provisions of the Georgia Business Corporation Code, hereby execute the following Articles of Merger:

ARTICLE 1.

The Agreement and Plan of Merger ("Plan of Merger") annexed hereto and by this reference made a part hereof, was approved by the respective Boards of Directors of Credit Bureau of Marietta, Inc. and The Credit Bureau Incorporated of Georgia in the manner prescribed by the Georgia Business Corporation Code; had been submitted to the shareholders of Credit Bureau of Marietta, Inc., together with a copy of the most recent annual balance sheets and annual profit and loss statements of Credit Bureau of Marietta, Inc. and of Equifax Inc., a corporation which controls The Credit Bureau Incorporated of Georgia and shares of which are being used to effect the merger, and The Credit Bureau Incorporated of Georgia, on a consolidated basis, and has been approved by the requisite affirmative vote of such shareholders. Pursuant to Section 22-1003 of the Georgia Business Corporation Code, the approval of the shareholders of The

Credit Bureau Incorporated of Georgia is not required. Pursuant to the Plan of Merger, Credit Bureau of Marietta, Inc. will be merged with and into The Credit Bureau Incorporated of Georgia, as the surviving corporation, which will continue under the name "The Credit Bureau Incorporated of Georgia."

ARTICLE 2.

As to Credit Bureau of Marietta, Inc., the shareholder vote required to adopt the Plan of Merger is the affirmative vote of a majority of shares entitled to vote thereon, and the number of shares outstanding and entitled to vote, and the number of shares voted in favor of the Plan of Merger are as follows:

<u>NUMBER OF SHARES ENTITLED TO VOTE</u>	<u>SHARES VOTED IN FAVOR OF PLAN</u>
22	22

No shares of either merging corporation are entitled to vote as a class. No shareholder approval is required of the Shareholders of the Credit Bureau of Marietta, Inc. pursuant to Section 22-1003 of the Georgia Business Corporation Code.

ARTICLE 3.

The effective time and date of the merger shall be as of the time of delivery of these Articles of Merger, together with two (2) conformed copies thereof, to the Secretary of State of Georgia.

IN WITNESS WHEREOF, each of the undersigned corporations has caused these Articles of Merger to be executed by their duly authorized officers and their seals hereunto affixed this 13th day of February, 1981.

ATTEST:

CREDIT BUREAU OF MARIETTA, INC.

[Signature]
[CORPORATE SEAL]
CREDIT BUREAU OF MARIETTA, INC.

By: *[Signature]*
Title: Pres.

ATTEST:

THE CREDIT BUREAU INCORPORATED OF GEORGIA

[Signature]
Assistant Secretary
[CORPORATE SEAL]

By: *[Signature]*
Title: Pres.