

Irene Edwards

Carl Pascarella

OUTSIDE COUNSEL ONLY - HIGHLY CONFIDENTIAL SUBJECT TO PROTECTIVE ORDER

Advisory Board Comparison		VISA														MASTERCARD															
INSTITUTION NAME	BOARD MEMBER	VISA BOARD OF DIRECTORS	VISA CARD OPERATIONS	VISA DELIVERY SYSTEMS	VISA MARKETING ADVISORS	VISA RISK CONTROL	VISA INTERLINK BOARD	VISA PLUS BOARD	VISA ACH AD HOC	VISA CHECK CARD	VISA COMMERCIAL PROJ. MGMT	COMMERCIAL CARD ADVISORY	VISA INTL CARD PROD. CREDIT	VISA DEBIT	VISA LEGAL ADVISORY	VISA ELECTRONIC BANKING	VISA MARKET RESEARCH	VISA POS USERS COUNCIL	VISA GOLD WORKING GROUP	VISA MBS BOARD	MIC INTL BOARD OF DIRECTORS	MIC INTL SECURITY COMM.	MIC INTL OPNS COMM.	MIC U.S. ACC. COMM.	MIC U.S. BUSINESS COMM.	MIC U.S. QUALITY COMM.	MIC CIRRUS BOARD	MIC MAESTRO BOARD	MIC SECURED CARD ADVISORS	MIC MARKETING COMMITTEE	
Banc One	Bill Boardman	X																													
	Dave Strider																		X					X							
	Bruce Luecke									X						X															
	Craig Kelly							X						X																	
	Henry Ring		X																												
	Paul Walker					X																									
	John Russell				X																										
	Marv Adams			X																				X							
	Douglas T. Shore														X																
	John Fisher																		X												
	Mark K. Tonnesen													X											X						
First Chicago/NBD	Bruce Nyberg																										X	X			
	James Grant						X																				X				
	Tom Tremain									X						X															
	Scott Marks	X																													
	Anthony Metta		X																												
	John K. Totten			X																											
	Donald B. Gibbons					X																	X								
	Bruce Gooden				X								X						X												
	Ann Spiotto														X									X							
	Steven Magnino																X								X						
	Ronald Bohnsak																					X									
Jim Hinderocker																													X		
First Bank System, Inc.	Phillip Heasley					X																									
	Pat Bauer						X	X																							
	Richard Martino														X																
	Will Nicholson	X																													

**P-0775**

4/19/96

INSTITUTION NAME	BOARD MEMBER	VISA BOARD OF DIRECTORS	VISA CARD OPERATIONS	VISA DELIVERY SYSTEMS	VISA MARKETING ADVISORS	VISA RISK CONTROL	VISA INTERLINK BOARD	VISA PLUS BOARD	VISA ACH AD HOC	VISA CHECK CARD	VISA COMMERCIAL PROJ. MGMT	COMMERCIAL CARD ADVISORY	VISA INT'L CARD PROD. CREDIT	VISA DEBIT	VISA LEGAL ADVISORY	VISA ELECTRONIC BANKING	VISA MARKET RESEARCH	VISA POS USERS COUNCIL	VISA GOLD WORKING GROUP	VISA MBS BOARD	M/C INT'L BOARD OF DIRECTORS	M/C INT'L SECURITY COMM.	M/C INT'L OPNS COMM.	M/C U.S. ACQ. COMM.	M/C U.S. BUSINESS COMM.	M/C U.S. QUALITY COMM.	M/C CIRRIUS BOARD	M/C MAESTRO BOARD	M/C SECURED CARD ADVISORS	M/C MARKETING COMMITTEE	
First Star	Ralph Young																		X												
	John Whitefield																														
	Mike Schmitz																					X									
Boatmen's	Norm Tile																				X										
	James Baumgartner																								X						
BankAmerica	Sharif Bayyari																				X				X						
	Liam McGee						X																								
	Gayle Ing									X																					
	Mark Vogel															X															
	William Raymond							X																							
	Tom Peterson	X																													
	Ken Kido		X																												
	Jody Ceithaml			X																				X							
	Barry F. Smith					X																									
	Stephen Galasso				X																										
	Susan Lau															X															
	Mark Weber																	X													
	Michael Kenzler																														
	Jim Jones																									X					
	Fidelity Trust	Tony Nuzzo				X																									
Wells Fargo	Debra Rossi			X		X																			X						
	Gailyn Johnson															X															
	Russell S. Fujii		X																												
	Michael Marx																	X													
	Michelle Wolfe																									X					

INSTITUTION NAME	BOARD MEMBER	VISA BOARD OF DIRECTORS	VISA CARD OPERATIONS	VISA DELIVERY SYSTEMS	VISA MARKETING ADVISORS	VISA RISK CONTROL	VISA INTERLINK BOARD	VISA PLUS BOARD	VISA ACH AD HOC	VISA CHECK CARD	VISA COMMERCIAL PROJ. MGMT	COMMERCIAL CARD ADVISORY	VISA INTL. CARD PROD. CREDIT	VISA DEBIT	VISA LEGAL ADVISORY	VISA ELECTRONIC BANKING	VISA MARKET RESEARCH	VISA POS USERS COUNCIL	VISA GOLD WORKING GROUP	VISA MBS BOARD	MC INTL. BOARD OF DIRECTORS	MC INTL SECURITY COMM.	MC INTL OPNS COMM.	MC U.S. ACQ. COMM.	MC U.S. BUSINESS COMM.	MC U.S. QUALITY COMM.	MC CIRRIUS BOARD	MC MAESTRO BOARD	MC SECURED CARD ADVISORS	MC MARKETING COMMITTEE
US Bancorp	Julian Roca																					X								
	William F. Zuendt																						X							
	Rick Comandich					X	X			X																				
	Linda Parker															X														
	Bob Sznwajs	X																												
Associates National	Bartt Brick		X																					X						
	Keith Hughes	X																												
	Joe Scarpinato		X																						X					
	Herbert Groover			X																										
	Michael Lenora				X															X										
Norwest	Chester D. Longenecker													X																
	Barbara Hvasta																X													
	Les Biller	X																												
	Edward Kadletz									X																				
	Toni Tonti				X																									
First of America Bank	Susan Barnes																							X						
	Charles Drucker																													
	William A. Branigan																					X								
	Brian J. O'Hare						X																		X					
	Cathy Rogers																													X
First Deposit National	Dave Wirt					X																								
	Peter Purcell									X						X														
	Richard Chormann	X																												
	Kevin Carr													X																
	Marc Altman				X														X						X					
First Deposit National	Sami Siddiqui				X																				X					
	Stewart Samuels																													X

INSTITUTION NAME	BOARD MEMBER	VISA BOARD OF DIRECTORS	VISA CARD OPERATIONS	VISA DELIVERY SYSTEMS	VISA MARKETING ADVISORS	VISA RISK CONTROL	VISA INTERLINK BOARD	VISA PLUS BOARD	VISA ACH AD HOC	VISA CHECK CARD	VISA COMMERCIAL PROJ. MGMT	COMMERCIAL CARD ADVISORY	VISA INTL CARD PROD. CREDIT	VISA DEBIT	VISA LEGAL ADVISORY	VISA ELECTRONIC BANKING	VISA MARKET RESEARCH	VISA POS USERS COUNCIL	VISA GOLD WORKING GROUP	VISA MBS BOARD	M/C INTL BOARD OF DIRECTORS	M/C INTL SECURITY COMM.	M/C INTL OPNS COMM.	M/C U.S. ACQ. COMM.	M/C U.S. BUSINESS COMM.	M/C U.S. QUALITY COMM.	M/C CIRRRUS BOARD	M/C MAESTRO BOARD	M/C SECURED CARD ADVISORS	M/S MARKETING COMMITTEE
	Bob Mazur		X																											
	Julie Montannari					X																								
Bank of Hawaii	Mr. Mati Otsmaa																		X											
	Peter Drewliner							X		X																				
	Robert L. Brown															X														
	Richard Dahl	X						X																						
	Donna Hunt			X	X												X													
Michigan National	Michael Mosley																			X										
	David Lind						X																							
	Robert Hutchinson									X																				
	Robert Mylod	X																												
First Interstate Bank-CA	Chris Armstrong						X					X																		
	Randy Kahn								X																					
	Janet Murry									X						X														
	Lorraine Wojcak					X																								
	Lawrence B. Gotlieb														X															
	Ms. Tere Denison																X													
	Daniel R. Eitingon																X													
	William E.B. Siart																				X						X			
First Nat'l Bank-Omaha	Charles R. Walker														X															
	Deanna Dugan																		X											
	Eric S. Turille																			X										
	James L. Doody					X														X			X							
Household Bank	Warren Wilcox				X																									
	Laurz Lembo																X													

INSTITUTION NAME	BOARD MEMBER	VISA BOARD OF DIRECTORS	VISA CARD OPERATIONS	VISA DELIVERY SYSTEMS	VISA MARKETING ADVISORS	VISA RISK CONTROL	VISA INTERLINK BOARD	VISA PLUS BOARD	VISA ACH AD HOC	VISA CHECK CARD	VISA COMMERCIAL PROJ. MGMT	COMMERCIAL CARD ADVISORY	VISA INT'L CARD PROD. CREDIT	VISA DEBIT	VISA LEGAL ADVISORY	VISA ELECTRONIC BANKING	VISA MARKET RESEARCH	VISA POS USERS COUNCIL	VISA GOLD WORKING GROUP	VISA MBS BOARD	M/C INT'L BOARD OF DIRECTORS	M/C INT'L SECURITY COMM.	M/C INT'L OPNS COMM.	M/C U.S. ACQ. COMM.	M/C U.S. BUSINESS COMM.	M/C U.S. QUALITY COMM.	M/C CIRRUS BOARD	M/C MAESTRO BOARD	M/C SECURED CARD ADVISORS	M/C MARKETING COMMITTEE		
Cuna	Liz Taylor-Quilliam																														X	
	Roxanne Helstrom											X																				
Harris Bank	Bank of Montreal																															
	Jack Lynch																															
	Ken Keck					X			X																							
Star Bank																																
	Jerry Grundehofer		X			X																										