

Exhibit 2

CONSTANTINE & PARTNERS

June 26, 2002

CERTIFIED MERCHANT SERVICES, INC.
Attn: Mr. Randall Best
6101 West Plano Parkway
Plano, TX 75093

A Professional Corporation
477 Madison Avenue
New York, NY 10022
212-350-2700
Facsimile 212-350-2701
Website: www.cpony.com

Re: *In re VisaCheck/MasterMoney Antitrust Litigation*
(a/k/a *Wal-Mart et al. v. Visa/MasterCard*)

Dear Sir or Madam:

As you may be aware, a group of merchants, including Wal-Mart Stores, Inc., The Limited Inc., Sears Roebuck & Co., Safeway Inc. and Circuit City Stores, Inc. and a number of small merchants, have sued Visa and MasterCard, alleging that defendants violated the antitrust laws by forcing merchants who accept Visa and/or MasterCard-branded credit cards also to accept Visa and/or MasterCard-branded debit card transactions, and by conspiring and attempting to monopolize a market for general purpose point of sale debit card transactions. Three merchant trade associations, National Retail Federation, International Mass Retail Association and Food Marketing Institute, are also plaintiffs.

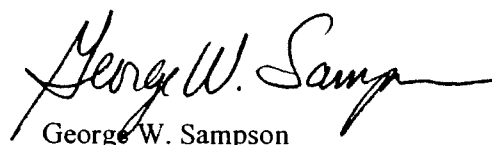
Defendants' unsuccessful appeals of the order certifying this case as a class action have now run their course (all the way up to the US Supreme Court). The certified class consists of "all persons and business entities who have accepted Visa and/or MasterCard credit cards and therefore have been required to accept Visa Check and/or MasterMoney debit cards" from October 25, 1992 to the present. The firms of Constantine & Partners and Hagens Berman are lead counsel for the certified class. The Court has instructed us to serve the enclosed subpoena upon CERTIFIED MERCHANT SERVICES, INC. and the other 80 largest Acquirers/Processors of Visa and MasterCard credit and debit transactions in the United States in order to gather a list with which to mail notice of the action to members of the certified class. A copy of the order, which describes the notice plan, is enclosed for your information. CERTIFIED MERCHANT SERVICES, INC. will also be receiving a letter from defendants requesting timely and efficient compliance with the subpoena.

The Court-approved subpoena requires you to provide your list of merchants' names and addresses within 14 days. However, please be assured that we will be flexible if CERTIFIED MERCHANT SERVICES, INC. can not produce its list of merchant names and addresses within 14 days and agrees to do so in a timely manner (e.g., within 30 days). Please note that the parties and the Court have made appropriate provisions regarding the confidentiality of the information requested, which will be maintained by the court-appointed Notice Administrator, The Garden City Group, Inc. ("GCG"). If there is a quicker or more cost-effective manner of manipulating and/or producing the data requested, or if you have any questions about how the data is to be produced, please contact Andrew Sommer of GCG at (631) 470-5123. If you would like to discuss the timing of your response or other issues related to your compliance with the subpoena, please contact Robert Taylor-Manning of Hagens Berman at (206) 268-9365.

We thank you in advance for your prompt compliance with this subpoena.

Sincerely,


Mitchell C. Shapiro
Constantine & Partners


George W. Sampson
Hagens Berman

**UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF TEXAS**

In RE VISA CHECK/MASTERMONEY
ANTITRUST LITIGATION

SUBPOENA IN A CIVIL CASE

Case Number: CV-96-5238
(U.S. Dist. Ct. E.D.N.Y.)

**TO: CERTIFIED MERCHANT SERVICES, INC.
6101 West Plano Parkway
Plano, TX 75093**

YOU ARE COMMANDED to appear in the United States District Court at the place, date, and time specified below to testify in the above case.

PLACE OF TESTIMONY:	COURTROOM:
	DATE & TIME:

YOU ARE COMMANDED to appear at the place, date and time specified below to testify at the taking of a deposition in the above case

PLACE OF DEPOSITION:	DATE & TIME:
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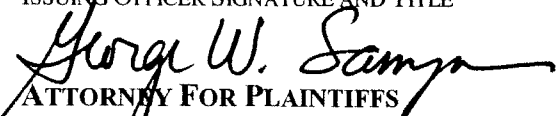
YOU ARE COMMANDED to produce and permit inspection and copying of the following documents or objects at the place, date and time specified below: *All documents described in the attached Schedule A*

PLACE: SEE SCHEDULE A	DATE & TIME: JULY 12, 2002
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YOU ARE COMMANDED to permit inspection of the following premises at the date and time specified below

PLACE:	DATE & TIME:
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Any organization not a party to this suit that is subpoenaed for the taking of a deposition shall designate one or more officers, directors, or managing agents, or other persons who consent to testify on its behalf, and may set forth, for each person designated, the matters on which the person will testify. Federal Rules of Civil Procedure, 30(b)(6).

ISSUING OFFICER SIGNATURE AND TITLE  ATTORNEY FOR PLAINTIFFS	DATE: JUNE 26, 2002
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ISSUING OFFICERS NAME, ADDRESS AND PHONE NUMBER
**George W. Sampson, Esq., Hagens Berman LLP, 1301 Fifth Avenue, Suite 2900, Seattle, Washington 98101
(206) 623-7292**

(See Rule 45, Federal Rules of Civil Procedure, Parts C & D, on Reverse)

Schedule A

In re Visa Check/Master Money Antitrust Litigation, CV-96-5238,
pending in the United States District Court for the Eastern District of New York

Information Requested – Merchant Contact List

1. Pursuant to the Instructions below, produce for each merchant for whom you have acquired or processed Visa or MasterCard transactions from October 25, 1992 to the present:
 - (a) Name of merchant;
 - (b) “Doing business as” name of merchant;
 - (c) Name and address of each contact person and location to which you send periodic merchant statements or other information concerning the merchant’s Visa or MasterCard transactions; and
 - (d) Merchant’s taxpayer identification number.
2. Written responses to the questions in Attachment A hereto.

Instructions

- A. The information requested, or Merchant Contact List, should be compiled from any databases that you use in the ordinary course of your business that contain the merchant information requested above. The Merchant Contact List should include all merchants whose information is available on those databases, whether or not you currently acquire or process transactions on their behalf. You are not required to retrieve data from backup tapes or other archival systems.
- B. You should compile the Merchant Contact List in electronic form onto one or more CD-ROMs or other commonly used information storage platforms. If possible, the data export should be in a delimited ASCII file format containing the following Fields (maximum length of field) for each merchant: Merchant Name (40); Merchant Name2/Optional (40); Contact at Merchant/Optional (40); Address (40); Address2/Optional (40); City (30); State (2); Zip (7); ZipZone/Optional (4); Tax id (9).
- C. You should send the Merchant Contact List to The Garden City Group, Inc., re: *In re Visa Check/MasterMoney Antitrust Litigation*, 105 Maxess Road, Melville, New York, 11747, Attn: Andrew Sommer (the “Administrator”), upon your compilation of the list, but no later than July 12, 2002. If you need additional time to compile the list, or have any other questions about this list, please contact Andrew Sommer, of The Garden City Group, at (631) 470-5123 or plaintiffs’ lead counsel, as listed on the first page of the subpoena to you.
- D. You will be reimbursed for reasonable expenses you incur in compiling the Merchant Contact List, including costs of computer programmers and other administrative time, costs of CD-ROMs or other storage devices, and other reasonable costs. To obtain reimbursement you will need to provide a sworn, written accounting of your expenses to the Administrator no later than 30 calendar days after you forward the Merchant Contact List to the Administrator.

- E. Your Merchant Contact List will be maintained under strict confidentiality. The Merchant Contact List will be maintained at all times only by the Administrator. All employees of the Administrator who have access to the Merchant Contact Lists will be bound by the terms of a confidentiality agreement. Pursuant to the Court's Order and those agreements, no one other than employees of the Administrator shall be permitted access to the Merchant Contact List that you produce, and the Merchant Contact List will be used by the Administrator solely for the purpose of providing class notice to members of the certified class in the above-referenced action.

In re Visa Check/Master Money Antitrust Litigation, CV-96-5238,
pending in the United States District Court for the Eastern District of New York

ATTACHMENT A

Respondent Information

Name and address of acquirer or processor
providing Merchant Contact List:

Name, telephone number, and e-mail address of
contact person at acquirer or processor:

Software/data format in which Merchant Contact
List is being produced, and any other information
required for accessing Merchant Contact List,
including type and total number of storage media
submitted (e.g., number of CD-ROMs, platform
type for computer used to write to storage media
(PC, Mac, etc.), ASCII delimiters employed,
name and order of fields in the export file and
total number of records exported):

Number of merchant records or entries on the
Merchant Contact List that you are producing:

I declare under penalty of perjury that the foregoing is true and correct.

Date: _____

Location: _____
City, State

Signature

Print Name