

RE

07-31-1998

Attorney Docket No. 07044/001001

IEET



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JUL 27 1998  
of an original document.

MRD 7-23-98

Commissioner of Patents and Tradem

1. Name of conveying party(ies):  
**Bank of Boston Corporation**

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation-State of Massachusetts
- Other \_\_\_\_\_

Additional name(s) attached?  Yes  No

3. Nature of conveyance:

- Assignment
- Merger
- Security Agreement
- Change of Name
- Other:

Execution Date: **April 25, 1997**

4. Application number(s) or trademark number(s):

A. Trademark Application No.(s):

2. Name and address of receiving party(ies):  
**BankBoston Corporation**

**100 Federal Street  
Boston, Massachusetts 02110**

- Individual(s) Citizenship \_\_\_\_\_
- Association \_\_\_\_\_
- General Partnership \_\_\_\_\_
- Limited Partnership \_\_\_\_\_
- Corporation-State of Massachusetts
- Other \_\_\_\_\_

If the assignee is not domiciled in the United States, a domestic representative designation is attached.  Yes  No

Additional names/addresses attached?  Yes  No

B. Trademark No.(s):

1,290,001

Additional numbers attached?  Yes  No

5. Name/address of party to whom correspondence concerning document should be mailed:

**Sean F. Heneghan, Esq.  
Fish & Richardson P.C.  
225 Franklin Street  
Boston, MA 02110-2804**

6. Total number of applications and registrations involved: **1**

7. Total fee (37 CFR 3.41): **\$40**

- Enclosed
- Authorized to charge deposit account

8. Deposit account number: **06-1050**

If the fee above is being charged to deposit account, a duplicate copy of this cover sheet is attached. Please apply any additional charges, or any credits, to our Deposit Account No. 06-1050.

DO NOT USE THIS SPACE

07/30/1998 TTOM11 00000101 1290001

01 FC:481

40.00 DP

Date of Deposit July 23, 1998  
I hereby certify under 37 CFR 1.8(a) that this correspondence is being deposited with the United States Postal Service as first class mail with sufficient postage on the date indicated above and is addressed to the Assistant Commissioner for Patents, Washington, D.C. 20231.

Joanna B. Quinn  
TRADEMARK  
REEL: 1761 FRAME: 0798

9. Statement and signature: *To the best of my knowledge and belief, the foregoing information is true and correct and the attached is a true copy of the original document.*

**Sean F. Heneghan, Esq.**

Name of Person Signing

Signature

Date

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

021

# The Commonwealth of Massachusetts

William Francis Galvin  
Secretary of the Commonwealth

TE

ONE ASHBURTON PLACE, BOSTON, MASSACHUSETTS 02108

## ARTICLES OF AMENDMENT

General Laws, Chapter 156B, Section 72

FEDERAL IDENTIFICATION  
NO. 04-2471231 ✓

Examiner

We Henrique de Campos Meirelles  
Gary A. Spiess

, President/~~Vice President~~, and  
Clerk/~~Assistant Clerk~~ of

Bank of Boston Corporation  
(EXACT Name of Corporation)

located at: 100 Federal Street, Boston, MA 02110

(MASSACHUSETTS Address of Corporation)

do hereby certify that these ARTICLES OF AMENDMENT affecting Articles NUMBERED: 1

(Number those articles 1, 2, 3, 4, 5 and/or 6 being amended hereby)

of the Articles of Organization were duly adopted at a meeting held on April 24, 1997, by  
vote of:

HG/CON  
Name  
Approved

<u>128,083,150</u>	shares of	Common Stock par value \$1.50	out of	<u>153,246,385</u>	shares outstanding,
		type, class & series, (if any)			
<u>                    </u>	shares of	<u>                    </u>	out of	<u>                    </u>	shares outstanding, and
		type, class & series, (if any)			
<u>                    </u>	shares of	<u>                    </u>	out of	<u>                    </u>	shares outstanding,
		type, class & series, (if any)			

CROSS OUT being at least a majority of each type, class or series outstanding and entitled to vote  
INAPPLI- thereon: -

CABLE ~~Being at least two-thirds of each type, class or series outstanding and entitled to vote~~  
CLAUSE ~~thereon and at least a majority of each type, class or series of each whose rights are adversely affected~~

Voted: That, effective April 25, 1997 at 5 p.m., Article I of the Corporation's restated Articles of Organization be amended to read in its entirety as follows:  
" The name by which the Corporation shall be known is: BankBoston Corporation."

C   
P   
M   
R.A.

- 1 For amendments adopted pursuant to Chapter 156B, Section 70.
- 2 For amendments adopted pursuant to Chapter 156B, Section 71.

Note: If the space provided under any Amendment or item on this form is insufficient, additions shall be set forth on separate 8 1/4 x 11 sheets of paper leaving a left-hand margin of at least 1 inch for binding. Additions to more than one Amendment may be continued on a single sheet so long as each Amendment requiring each such addition is clearly indicated.

7/1/70

~~to CHANGE the number of shares and the par value (if any) of any type, class or series of stock which the corporation is authorized to issue, fill in the following:~~

The total presently authorized is:

WITHOUT PAR VALUE STOCKS

WITH PAR VALUE STOCKS

TYPE	NUMBER OF SHARES
COMMON:	
PREFERRED:	

TYPE	NUMBER OF SHARES	PAR VALUE
COMMON:		
PREFERRED:		

~~CHANGE the total authorized to:~~

WITHOUT PAR VALUE STOCKS

WITH PAR VALUE STOCKS

TYPE	NUMBER OF SHARES
COMMON:	
PREFERRED:	

TYPE	NUMBER OF SHARES	PAR VALUE
COMMON:		
PREFERRED:		

The foregoing amendment will become effective when these articles of amendment are filed in accordance with Chapter 156B, Section 6 of The General Laws unless these articles specify, in accordance with the vote adopting the amendment, a later effective date not more than thirty days after such filing, in which event the amendment will become effective on such later date. **EFFECTIVE DATE:** April 25, 1997 at 5 p.m.

**IN WITNESS WHEREOF AND UNDER THE PENALTIES OF PERJURY**, we have hereunto signed our names this 24th day of April, in the year 1997.

  
\_\_\_\_\_  
Henrique de Campos Meirelles President ~~XXXXXXXXXX~~

  
\_\_\_\_\_  
Gary A. Spiess Clerk ~~XXXXXXXXXX~~

573843

THE COMMONWEALTH OF MASSACHUSETTS

ARTICLES OF AMENDMENT

GENERAL LAWS, CHAPTER 156B, SECTION 72

RECEIVED  
SECRETARY OF THE COMMONWEALTH  
7 APR 25 AM 10 10

I hereby approve the within articles of amendment and, the filing fee in the amount of \$ 100 having been paid, said articles are deemed to have been filed with me this 25<sup>th</sup> day of APRIL 1997

*William Francis Galvin*

**WILLIAM FRANCIS GALVIN**  
Secretary of the Commonwealth

TO BE FILLED IN BY CORPORATION

PHOTOCOPY OF ARTICLES OF AMENDMENT TO BE SENT

TO:

Donna Rowan, Senior Paralegal

Bank of Boston, 100 Federal St., MS 01-19-02

Boston, MA 02110

(617) 434-5360

Telephone: \_\_\_\_\_

BankBoston Corporation  
Federal Street  
Boston, Massachusetts 02107

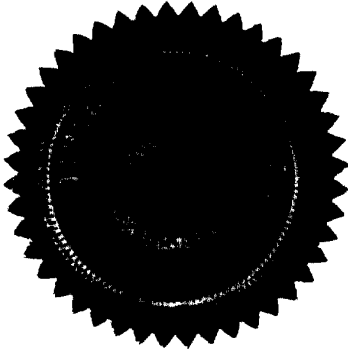


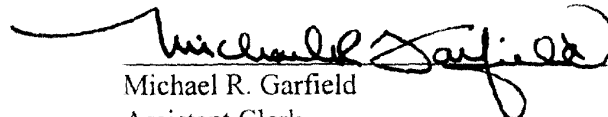
CLERK'S CERTIFICATE

I, the undersigned, Michael R. Garfield, DO HEREBY CERTIFY THAT:

1. I am the Assistant Clerk of BankBoston Corporation (f/k/a Bank of Boston Corporation) and in that capacity have access to its corporate documents and records and have authority to certify such documents and records.
2. Effective as of the close of business April 25, 1997 the name of Bank of Boston Corporation was changed to BankBoston Corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed hereto the seal of BankBoston Corporation this 8th day of October, 1997



  
Michael R. Garfield  
Assistant Clerk  
BankBoston Corporation