

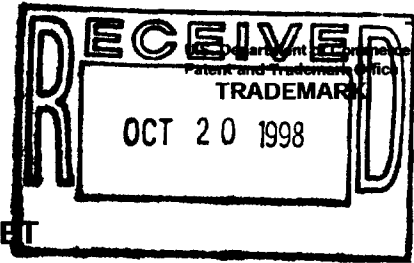
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FORM PTO-1618A
Expires 06/30/99
OMB 0651-0027

11-17-1998



100900631



**RECORDATION FORM COVER SHEET
TRADEMARKS ONLY**

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

85-02-91

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID #
- Correction of PTO Error
Reel # Frame #
- Corrective Document
Reel # Frame #

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
- Merger Effective Date
Month Day Year
07 01 1998
- Change of Name
- Other

Conveying Party

Mark if additional names of conveying parties attached

Name Execution Date
Month Day Year

Formerly

- Individual General Partnership Limited Partnership Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City State/Country Zip Code

- Individual General Partnership Limited Partnership If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)
- Corporation Association
- Other

Citizenship/State of Incorporation/Organization

Refund Ref: 11/17/1998 DNGUYEN 000006060

11/17/1998 DNGUYEN 00000056 75193561

FOR OFFICE USE ONLY

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40.00 OF

CHECK Refund Total: \$60.00

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

TRADEMARK
REEL: 1813 FRAME: 0586

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments. #

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

<input type="text" value="75193561"/>	<input type="text"/>	<input type="text"/>
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Number of Properties

Enter the total number of properties involved. #

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41): \$

Method of Payment: Enclosed Deposit Account

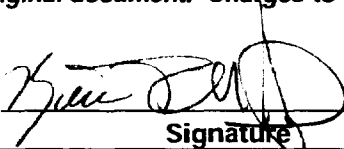
Deposit Account (Enter for payment by deposit account or if additional fees can be charged to the account.)
Deposit Account Number: #

Authorization to charge additional fees: Yes No

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. Charges to deposit account are authorized, as indicated herein.

Kevin P. McJessey
Name of Person Signing


Signature

10/20/98
Date Signed

**RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY**

FORM PTO-1618C
Expires 06/30/99
OMB 0651-0027

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

Conveying Party

Enter Additional Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship State of Incorporation/Organization

Receiving Party

Enter Additional Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City

State/Country

Zip Code

Individual General Partnership Limited Partnership

Corporation Association

Other

Citizenship/State of Incorporation/Organization

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Trademark Application Number(s)

Registration Number(s)

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CERTIFICATE OF MERGER**Beverly Bancorporation, Inc.
into
St. Paul Bancorp, Inc.**

Pursuant to Title 8, Section 251 of the General Corporation Law of the State of Delaware, St. Paul Bancorp, Inc., a corporation organized and existing under the law of the State of Delaware ("St. Paul"), and Beverly Bancorporation, Inc., a corporation organized and existing under the law of the State of Delaware ("Beverly"), do hereby certify to the following facts relating to the merger of Beverly with and into St. Paul:

FIRST: The name and state of incorporation of each constituent entity that is a party to the Merger is as follows:

<u>Name</u>	<u>State of Incorporation</u>
St. Paul Bancorp, Inc.	Delaware
Beverly Bancorporation, Inc.	Delaware

SECOND: An Agreement and Plan of Merger, dated as of March 15, 1998, by and between St. Paul and Beverly (the "Agreement and Plan of Merger"), has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of Section 251 of the General Corporation Law of the State of Delaware.

THIRD: Pursuant to the Agreement and Plan of Merger, the surviving corporation of the Merger is St. Paul, a Delaware corporation (the "Surviving Corporation"), and the name of the Surviving Corporation is "St. Paul Bancorp, Inc." The Surviving Corporation shall continue its existence under its present name pursuant to the provisions of the General Corporation Law of the State of Delaware.

FOURTH: At the "Effective Time" of the Merger, as defined in and pursuant to the Agreement and Plan of Merger, the certificate of incorporation, as amended, of St. Paul shall be the certificate of incorporation of the Surviving Corporation, until amended and changed in accordance with the provisions of the General Corporation Law of the State of Delaware. At the Effective Time, the bylaws, as amended, of St. Paul shall be the bylaws of the Surviving Corporation, until amended and changed in accordance with the provisions of the General

Corporation Law of the State of Delaware. At the Effective Time, the directors and officers of St. Paul shall be the directors and officers of the Surviving Corporation.


FIFTH: The executed Agreement and Plan of Merger is on file at the office of the Surviving Corporation at the following address:

St. Paul Bancorp, Inc.
6700 West North Avenue
Chicago, Illinois 60707

SIXTH: A copy of the Agreement and Plan of Merger will be furnished by the Surviving Corporation, on request and without cost, to any shareholder of any constituent corporation.

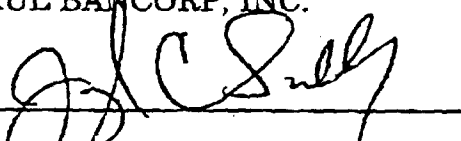
IN WITNESS WHEREOF, St. Paul and Beverly have caused this Certificate of Merger to be duly executed as of this 1st day of July, 1998 to be effective at 4:00 p.m. on July 1, 1998.

ATTEST

By: 

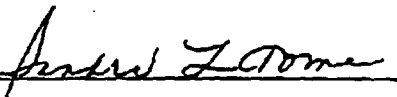
Name: Clifford M. Sladnick
Title: Senior Vice President,
General Counsel and
Corporate Secretary

ST. PAUL BANCORP, INC.

By: 

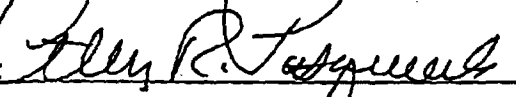
Name: JOSEPH C. SCULLY
Title: CHAIRMAN AND CEO

ATTEST

By: 

Name: Sandra L. Torre
Title: Secretary

BEVERLY BANCORPORATION, INC.

By: 

Name: Anthony R. Pugh
Title: Chairman