

11-24-1998

MRD 11.19.98



Docket No.: 130/162-269-6

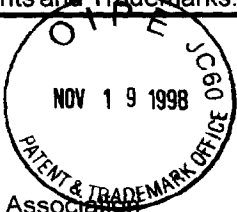
FORM PTO-1594 (Modified) (Rev. 6-93) OMB No. 0651-0011 (exp. 4/94) Copyright 1994-97 LegalStar TM05/REV02

100907284 TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE Patent and Trademark Office

Tab settings

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.



1. Name of conveying party(ies): BANC ONE CORPORATION
Individual(s)
General Partnership
Corporation-State Ohio
Other
Additional names(s) of conveying party(ies) Yes No

2. Name and address of receiving party(ies):
Name: BANK ONE CORPORATION
Internal Address:
Street Address: 100 East Broad Street
City: Columbus State: OH ZIP: 43271
Individual(s) citizenship
Association
General Partnership
Limited Partnership
Corporation-State Delaware
Other
If assignee is not domiciled in the United States, a domestic designation is Yes N
Additional name(s) & address(es) Yes N

3. Nature of conveyance:
Assignment
Security Agreement
Other
Merger
Change of Name
Execution Date: October 1, 1998

4. Application number(s) or registration numbers(s):
A. Trademark Application No.(s)
75/193,142 Additional numbers

B. Trademark Registration No.(s)
Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Donald N. Huff, Esq.
Internal Address: WATSON COLE GRINDLE
WATSON P.L.L.C.
11/23/1998 1594RZZ 0000113 75193142 40.00 OP
FC:481
Street Address: 10th Floor, 1400 K Street, N.W.
City: Washington State: DC ZIP: 20005

6. Total number of applications and registrations involved: 1
7. Total fee (37 CFR 3.41): \$ 40.00
Enclosed
Authorized to be charged to deposit account
8. Deposit account number:

DO NOT USE THIS SPACE

9. 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.
Donald N. Huff
Name of Person Signing Signature Date 19 November 1998

Total number of pages including cover sheet, attachments, and

10

TRADEMARK REEL: 1818 FRAME: 0200

DATE	DOCUMENT NO	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
10/5/1998	199827401124	MEX MERGED OUT OF EXISTENCE	50.00	10.00	0.00	0.00	0.00
<b>TOTAL</b>			50.00	10.00	0.00	0.00	0.00

Return To:  
 BANC ONE CORP  
 ATTN L NELSON  
 100 E BROAD ST  
 COLUMBUS, OH 43271-0158

cut along the dotted line



*The State of Ohio*  
 Certificate

*Secretary of State - Bob Taft*

**741050**

*It is hereby certified that the Secretary of State of Ohio has custody of the business records for BANC ONE CORPORATION and that said business records show the filing and recording of:*

Document(s)  
 MERGED OUT OF EXISTENCE

Document No(s):  
 199827401124

United States of America  
 State of Ohio  
 Office of the Secretary of State

Witness my hand and the seal of the Secretary  
 of State at Columbus, Ohio, This 2nd day of  
 October, A.D. 1998



*Bob Taft*  
 Bob Taft  
 Secretary of State

TRADEMARK  
 REEL: 1818 FRAME: 0201



Prescribed by  
 Bob Taft, Secretary of State  
 30 East Broad Street, 14th Floor  
 Columbus, Ohio 43266-0418  
 Form MER (July 1994)

Approved \_\_\_\_\_  
 Date \_\_\_\_\_  
 Fee \_\_\_\_\_

## CERTIFICATE OF MERGER

In accordance with the requirements of Ohio law, the undersigned corporations, limited liability companies and/or limited partnerships, desiring to effect a merger, set forth the following facts:

### I. SURVIVING ENTITY

A. The name of the entity surviving the merger is:

BANK ONE CORPORATION

(if the surviving entity is an Ohio limited partnership or qualified foreign limited partnership, its registration number must be provided)

B. Name change: As a result of this merger, the name of the surviving entity has been changed to the following: \_\_\_\_\_

only if the name of surviving entity is changing through the merger

(complete)

C. The surviving entity is a: *(Please check the appropriate box and fill in the appropriate blanks)*

Domestic (Ohio) corporation

Foreign (Non-Ohio) corporation incorporated under the laws of the state/ country of \_\_\_\_\_ and licensed to transact business in the state of Ohio.

Foreign (Non-Ohio) corporation incorporated under the laws of the state/country of Delaware, and NOT licensed to transact business in the state of Ohio.

Domestic (Ohio) limited liability company

Foreign (Non-Ohio) limited liability company organized under the laws of the state/country of \_\_\_\_\_, and registered to do business in the state of Ohio.

Foreign (Non-Ohio) limited liability company organized under the laws of the state/country of \_\_\_\_\_, and NOT registered to do business in the state of Ohio.

Domestic (Ohio) limited partnership, registration number \_\_\_\_\_

RECEIVED  
 OCT 01 1998  
 BOB TAFT  
 SECRETARY OF STATE  
 TRADE MARK  
 REEL: 1818 FRAME: 0202

- [ ] Foreign (Non-Ohio) limited partnership organized under the laws of the state/country of \_\_\_\_\_, and registered to do business in the state of Ohio, under registration number \_\_\_\_\_
- [ ] Foreign (Non-Ohio) limited partnership organized under the laws of the state/country of \_\_\_\_\_, and NOT registered to do business in the state of Ohio.

**II. Merging Entities**

The name, type of entity, and state/country of incorporation or organization, respectively, of each entity, other than the survivor, which is a party to the merger are as follows: *(If insufficient space to cover this item, please attach a separate sheet listing the merging entities; Ohio registered or foreign qualified limited partnerships must include registration number)*

Name	State/ Country of Organization	Type of Entity
BANC ONE CORPORATION	OHIO	CORPORATION
BANK ONE CORPORATION	DELAWARE	CORPORATION

**III. Merger Agreement on File**

The name and mailing address of the person or entity from whom/which eligible persons may obtain a copy of the agreement of merger upon written request:

Name	Address
Charles F. Andrews	100 East Broad Street (street and number) Columbus, Ohio 43271-0158 (city, village or township) (state) (zip code)

**IV. Effective Date of Merger**

This merger is to be effective:

On Oct 2, 1998, 12:01AM *(if a date is specified, the date must be a date on or after the date of filing; the effective date of the merger cannot be earlier than the date of filing; if no date is specified, the date of filing will be the effective date of the merger).*

**V. Merger Authorized**

The laws of the state or country under which each constituent entity exists, permits this merger.

This merger was adopted, approved and authorized by each of the constituent entities in compliance with the laws of the state under which it is organized, and the persons signing this certificate on behalf of each of the constituent entities are duly authorized to do so .

**VI. Statutory Agent**

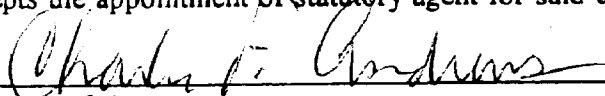
The name and address of the surviving entity's statutory agent upon whom any process, notice or demand may be served is:

Name	Address
<u>Charles F. Andrews</u>	<u>100 East Broad Street</u>
	<small>(complete street address)</small>
	<u>Columbus, Ohio 43271</u>
	<small>(city, village or township) (zip code)</small>

*(This item MUST be completed if the surviving entity is a foreign entity which is not licensed, registered or otherwise authorized to conduct or transact business in the State of Ohio)*

**Acceptance of Agent**

The undersigned, named herein as the statutory agent for the above referenced surviving entity, hereby acknowledges and accepts the appointment of statutory agent for said entity.

  
 \_\_\_\_\_  
 Signature of Agent Charles F. Andrews

*(The acceptance of agent must be completed by domestic surviving entities if through this merger the statutory agent for the surviving entity has changed, or the named agent differs in any way from the name reflected on the Secretary of State's records.)*

**VII. Statement of Merger**

Upon filing, or upon such later date as specified herein, the merging entity/entities listed herein shall merge into the listed surviving entity.

**VIII. Amendments**

The articles of incorporation, articles of organization or certificate of limited partnership (strike the inapplicable terms) of the surviving domestic entity herein, are amended as set forth in the attached "Exhibit A"

*(Please note that any amendments to articles of incorporation, articles of organization or to a certificate of limited partnership MUST be attached if the surviving entity is a DOMESTIC corporation, limited liability company, or limited partnership.)*

**IX. Qualification or Licensure of Foreign Surviving Entity**

A. The listed surviving foreign corporation, limited liability company, or limited partnership desires to transact business in Ohio as a foreign corporation, foreign limited liability company, or foreign limited partnership, and hereby appoints the following as its statutory agent upon whom process, notice or demand against the entity may be served in the State of Ohio. The name and complete address of the statutory agent is:

\_\_\_\_\_ (name) \_\_\_\_\_ (street and number)  
\_\_\_\_\_, Ohio \_\_\_\_\_  
(city, village or township) (zip code)

The subject surviving foreign corporation, limited liability company or limited partnership irrevocably consents to service of process on the statutory agent listed above as long as the authority of the agent continues, and to service of process upon the Secretary of State if the agent cannot be found, if the corporation, limited liability company or limited partnership fails to designate another agent when required to do so, or if the corporation's, limited liability company's, or limited partnership's license or registration to do business in Ohio expires or is cancelled.

B. The qualifying entity also states as follows: (complete only if applicable)

1. **Foreign Qualifying Limited Liability Company**

(If the qualifying entity is a foreign limited liability company, the following information must be completed)

- a. The name of the limited liability company in its state of organization/registration is \_\_\_\_\_
- b. The name under which the limited liability company desires to transact business in Ohio is \_\_\_\_\_
- c. The limited liability company was organized or registered on \_\_\_\_\_ under the laws of the state/country of \_\_\_\_\_  
month day year
- d. The address to which interested persons may direct request for copies of the articles of organization, operating agreement, bylaws, or other charter documents of the company is: \_\_\_\_\_

2. **Foreign Qualifying Limited Partnership**  
 (If the qualifying entity is a foreign limited partnership, the following information must be completed)

- a. The name of limited partnership is \_\_\_\_\_  
 \_\_\_\_\_
- b. The limited partnership was formed on \_\_\_\_\_  
month      day      year  
 under the laws of the state/country of \_\_\_\_\_
- c. The address of the office of the limited partnership in its state/country of organization is \_\_\_\_\_  
 \_\_\_\_\_
- d. The limited partnership's principal office address is \_\_\_\_\_  
 \_\_\_\_\_
- e. The names and business or residence addresses of the GENERAL partners of the partnership are as follows:

Name	Address
_____	_____
_____	_____
_____	_____

*(If insufficient space to cover this item, please attach a separate sheet listing the general partners and their respective addresses)*

- f. The address of the office where a list of the names and business or residence addresses of the limited partners and their respective capital contributions is to be maintained is:

\_\_\_\_\_  
 \_\_\_\_\_

The limited partnership hereby certifies that it shall maintain said records until the registration of the limited partnership in Ohio is cancelled or withdrawn.

The undersigned constituent entities have caused this certificate of merger to be signed by its duly authorized officers, partners and representatives on the date(s) stated below.

BANC ONE CORPORATION  
exact name of entity  
By: [Signature]  
Its: President

Date: October 1, 1998

BANK ONE CORPORATION  
exact name of entity  
By: [Signature]  
Its: Vice President

Date: October 1, 1998

\_\_\_\_\_  
exact name of entity  
By: \_\_\_\_\_  
Its: \_\_\_\_\_  
Date: \_\_\_\_\_

\_\_\_\_\_  
exact name of entity  
By: \_\_\_\_\_  
Its: \_\_\_\_\_  
Date: \_\_\_\_\_

\_\_\_\_\_  
exact name of entity  
By: \_\_\_\_\_  
Its: \_\_\_\_\_  
Date: \_\_\_\_\_

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exact name of entity  
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exact name of entity  
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Its: \_\_\_\_\_  
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exact name of entity  
By: \_\_\_\_\_  
Its: \_\_\_\_\_  
Date: \_\_\_\_\_

\_\_\_\_\_  
exact name of entity  
By: \_\_\_\_\_  
Its: \_\_\_\_\_  
Date: \_\_\_\_\_

\_\_\_\_\_  
exact name of entity  
By: \_\_\_\_\_  
Its: \_\_\_\_\_  
Date: \_\_\_\_\_

(Please note that the chairman of the board, the president, vice president, secretary or an assistant secretary must sign on behalf of each constituent corporation, and at least one general partner must sign on behalf of each constituent limited partnership; If insufficient space for signature, a separate sheet should be attached containing such signatures)



# AFFIDAVIT

In lieu of dissolution releases from various governmental authorities  
(§ 1701.86(H)(6) O.R.C.)

BANC ONE CORPORATION

(Exact Name of Corporation)

The undersigned, being first duly sworn, declares that on the dates indicated below, each of the named state governmental agencies was advised IN WRITING of the scheduled date of filing of the Certificate of Dissolution and was advised IN WRITING of the acknowledgement by the corporation of the applicability of the provisions of Section 1701.95 of the Ohio Revised Code.

### AGENCY

### DATE NOTIFIED

1. Ohio Department of Taxation  
Dissolution Section  
Box 2476  
Columbus, Ohio 43216

October 1, 1998

2. Ohio Bureau of Employment Services  
Status & Liability Section  
145 S. Front St.  
Columbus, Ohio 43215

October 1, 1998

3. The treasurer of any County named below:

Franklin

October 1, 1998

Delaware

October 1, 1998

4. Ohio Bureau of Workers' Compensation  
246 North High Street  
Columbus, Ohio 43215

October 1, 1998

(Note: This affidavit must be signed by one or more persons executing the certificate of surrender or by an officer of the corporation.)

By: Charles F. Andrews  
Charles F. Andrews

Title Assistant General Counsel

100 East Broad Street

(Complete Street Address)

Columbus, Ohio 43271-0158

City

State

Zip

Sworn to before me and subscribed in my presence this 1st day of October, 1998

Linda K. Gordon  
Notary Public

Commission Expires 5/15/03

SEAL



LINDA K. GORDON  
Notary Public, State of Ohio  
My Commission Expires May 15, 2003

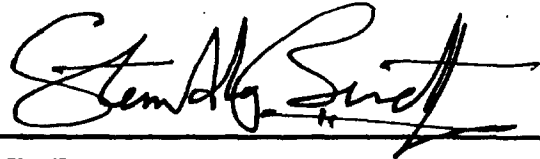
# AFFIDAVIT OF PERSONAL PROPERTY

STATE OF OHIO

:SS

COUNTY OF FRANKLIN

Steven A. Bennett, being first duly sworn,  
deposes and says that ~~she/he~~ is ~~president, vice-president, secretary or treasurer (strike~~  
~~out words not applicable)~~ of BANC ONE CORPORATION;  
that this affidavit is made in compliance with section 1701.86, ~~1702.47 or 1703.17 (strike~~  
~~out sections not applicable)~~ of the Ohio Revised Code; That said corporation has per-  
sonal property only in Franklin County ~~(as~~  
~~or has no personal property in any county in the State of Ohio (strike out phrase not~~  
~~applicable)~~; and that the net assets of said corporation are sufficient to pay all personal  
property taxes accrued to date.



STEVEN A. BENNETT

Sworn to me and subscribed in my presence this 1st day of October, 1998.



Notary Public

Commission expires \_\_\_\_\_

SEAL

CHARLES F. ANDREWS, Attorney At Law  
NOTARY PUBLIC, STATE OF OHIO  
My commission has no expiration date.  
Section 147.03 R.C.