

02-02-1999

Attorney Docket No.

FORM PTO-1594



HEET

U.S. DEPT. OF COMMERCE
PATENT AND TRADEMARK OFFICE

100954397

To The Honorable Commissioner, please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
 UNITED MISSOURI BANCSHARES, INC.

Individual(s) Association
 General Partnership Limited Partnership
 Corporation--State
 Other:

Additional name(s) of conveying party(ies) attached?
 Yes No **1-28-99**

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

Name: UMB FINANCIAL CORPORATION
 Street Address: 1010 Grand Ave.
 City: Kansas City
 State: Missouri
 Zip: 64141

Individual(s) citizenship
 Association
 General Partnership
 Limited Partnership
 Corporation--State
 Other:

3. Nature of Conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other:

Execution Date: April 21, 1994

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

(Designations must be a separate document from assignment)
 Additional name(s) & address(es) attached? Yes No

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

A. Trademark Application No(s):

B. Trademark Registration No(s):

02/01/1999 SOURNS 00000153 1789656

01 FC:481 40.00 OP
02 FC:482 75.00 OP

1,789,656, issued 08/24/1993
 1,379,549, issued 01/21/1986
 1,189,024, issued 02/02/1982
 953,322, issued 02/13/1973

Additional numbers attached? Yes No

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

Name: Joseph B. Bowman
 Internal Address: Shook, Hardy & Bacon L.L.P.
 One Kansas City Place
 Street Address: 1200 Main Street
 City: Kansas City
 State: Missouri
 Zip: 64105-2218

6. Total number of applications and registrations involved 4

7. Total fee (37 CFR 3.41) \$115
 Enclosed
 Authorized to be charged to deposit account

8. Deposit Account No.: 19-2112
 (Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

115E

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.

Joseph B. Bowman

Signature

Date

Name of person signing

Total number of pages including cover sheet, attachments, and document: 6

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

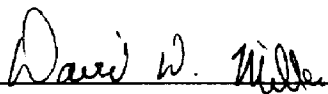
I hereby certify that this correspondence is being deposited with the United States Postal Service as first class mail, the envelope addressed to: Commissioner of Patents and Trademarks, Washington, D.C. 20231, on

1/21/99

CERTIFICATION

For and on behalf of UMB Financial Corporation, a Missouri corporation formerly known as Untied Missouri Bancshares Inc., the undersigned, David D. Miller, Secretary of said Corporation, hereby certifies that the attached is a true and correct copy of a Certificate from the Missouri Secretary of State certifying an amendment to the Articles of Incorporation of that corporation by which its name was changed from United Missouri Bancshares, Inc. to UMB Financial Corporation.

Certified under the corporate seal of said Corporation this 19 day of NOVEMBER,
1998.



David D. Miller, Corporate Secretary

[SEAL]

STATE OF MISSOURI



Judith K. Moriarty
SECRETARY OF STATE

CORPORATION DIVISION
CERTIFICATE OF AMENDMENT

WHEREAS,

UMB FINANCIAL CORPORATION

FORMERLY,

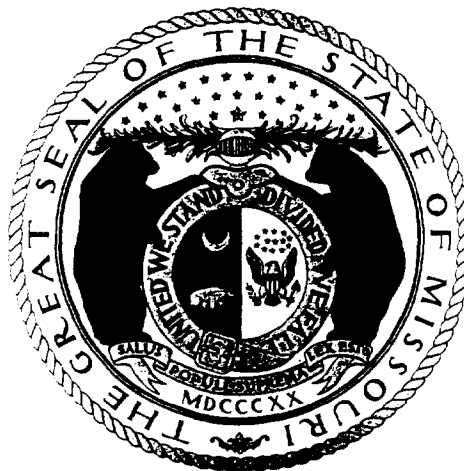
UNITED MISSOURI BANCSHARES, INC.

A CORPORATION ORGANIZED UNDER THE GENERAL AND BUSINESS CORPORATION LAW HAS DELIVERED TO ME A CERTIFICATE OF AMENDMENT OF ITS ARTICLES OF INCORPORATION AND HAS IN ALL RESPECTS COMPLIED WITH THE REQUIREMENTS OF LAW GOVERNING THE AMENDMENT OF ARTICLES OF INCORPORATION UNDER THE GENERAL BUSINESS CORPORATION LAW, AND THAT THE ARTICLES OF INCORPORATION OF SAID CORPORATION ARE AMENDED IN ACCORDANCE THEREWITH.

IN TESTIMONY WHEREOF, I HAVE SET MY HAND AND IMPRINTED THE GREAT SEAL OF THE STATE OF MISSOURI, ON THIS, THE 22ND DAY OF APRIL, 1994.

Judith K. Moriarty
Secretary of State

\$20.00




CERTIFICATION

David D. Miller, the undersigned, Secretary of UMB Financial Corporation, a Missouri corporation (hereinafter referred to as "Company"), does hereby certify that:

The attached certificate of amendment of the Articles of Incorporation of United Missouri Bancshares, Inc. As filed with the Missouri Secretary of State on April 22, 1994, is a true and correct copy of that document.

IN WITNESS WHEREOF, the undersigned has caused this Certificate to be executed and the seal of the Company to be hereunto appended this 17th day of September, 1998.



Secretary

[SEAL]

**CERTIFICATE OF AMENDMENT
of
ARTICLES OF INCORPORATION
of
UNITED MISSOURI BANCSHARES, INC.**

A Missouri Corporation

The undersigned, R. Crosby Kemper, President of United Missouri Bancshares, Inc., and the undersigned, David D. Miller, Secretary of United Missouri Bancshares, Inc., do hereby make this Certificate of Amendment of the Articles of Incorporation of United Missouri Bancshares, Inc., a Missouri corporation, certifying as follows:

1. The name of the corporation is "United Missouri Bancshares, Inc."

2. The Amendments to the Articles of Incorporation hereinafter set forth were adopted by the shareholders of United Missouri Bancshares, Inc. on April 21, 1994.

3. The First Amendment to the Articles of Incorporation adopted by the shareholders of the corporation amends Article I of the Articles of Incorporation, so that, as amended, Article I shall provide as follows:

ARTICLE I

The name of the corporation is "UMB Financial Corporation."

4. The number of outstanding shares of stock of United Missouri Bancshares, Inc. is 17,625,961, all of which are common shares. The number of shares entitled to vote on the foregoing amendment was 17,625,961.

5. At the meeting of shareholders of the corporation duly called and held on April 21, 1994, the number of shares voted for the amendment was 15,605,143 and the number of shares voted against the amendment was 154,647.

6. The Second Amendment to the Articles of Incorporation adopted by the shareholders of the corporation amends Article III of the Articles of Incorporation, so that, as amended, Article III shall provide as follows:

Article III

The aggregate number of shares which the corporation shall have authority to issue is twenty-three million (23,000,000) shares of common stock with a par value of One Dollar (\$1.00) per share. There shall be no preferences, qualifications, limitations, restrictions or special relative or convertible rights in respect of any said shares.

