

1/6/99

RECO

05-04-1999

EET

Tab settings 000



To the Honorable Commissioner of Patent

101029287

ed original documents or copy thereof.

1. Name of conveying party(ies): Document ID #100937643

Banc One Kentucky Corporation

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

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

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

Execution Date: February 4, 1998

2. Name and address of receiving party(ies)

Name: Banc One Corporation

Internal Address:

Street Address: 100 East Broad Street

City: Columbus State: OHIO ZIP: 43271

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

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 patent number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,747,356

Additional numbers attached? Yes No

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

Name: Cynthia L. Stewart

Internal Address: 32nd Floor

Street Address: 400 West Market Street

City: Louisville State: KY ZIP: 40202-3363

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:

024275

(Attach duplicate copy of this page if paying by deposit account)

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.

Cynthia L. Stewart
Name of Person Signing

Cynthia L. Stewart
Signature

4/29/99
Date

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

Mail documents to be recorded with required cover sheet information to:
Patent and Trademark, Box Assignments

TRADEMARK
REEL: 1890 FRAME: 0894

ARTICLES OF MERGER

RECEIVED & FILED

As 5000

FEB 18 4 40 PM '99
#173158

BANC ONE KENTUCKY CORPORATION

with and into

BANC ONE CORPORATION HQ

Andrew Perry

(UNDER KRS 271B.11-040 AND KRS 271B.11-070)

The Undersigned, BANC ONE CORPORATION, a corporation organized and existing under and by virtue of the laws of the State of Ohio, does hereby certify that:

- (1) BANC ONE CORPORATION is a corporation duly organized and existing under and by virtue of the laws of the State of Ohio with its principal place of business in Columbus, Ohio
- (2) Banc One Kentucky Corporation is a corporation duly organized and existing under and by virtue of the laws of the Commonwealth of Kentucky with its principal place of business in Louisville, Kentucky
- (3) Banc One Kentucky Corporation has 500 shares of Common Stock each with \$1.00 par value issued and outstanding, all of which 500 shares are owned by BANC ONE CORPORATION. Banc One Kentucky Corporation has no other class or series of capital stock authorized, issued and of outstanding.
- (4) BANC ONE CORPORATION and Banc One Kentucky Corporation have entered into a Merger Agreement and Plan of Merger dated November 1, 1998 (the "Merger Agreement") which provides for the merger of Banc One Kentucky Corporation with and into BANC ONE CORPORATION (the "Merger"); that the shares of capital stock of Banc One Kentucky Corporation shall be canceled and surrendered in the Merger without compensation, consideration or exchange of any kind; that BANC ONE CORPORATION will be the surviving corporation from the Merger and will, immediately following the Merger, continue as a corporation organized under the laws of the State of Ohio; and that the Articles of Incorporation, Code of Regulations, Board of Directors and authorized and issued shares of capital stock of BANC ONE CORPORATION, immediately before the effective time of the Merger, will, without amendment or change of any kind, be the Articles of Incorporation, Code of Regulations, Board of Directors and authorized and issued shares of BANC ONE CORPORATION, as the surviving corporation, immediately following the effective time of the Merger
- (5) The Merger is authorized under the applicable laws of the Commonwealth of Kentucky and the State of Ohio.
- (6) The Boards of Directors of each of BANC ONE CORPORATION and Banc One Kentucky

TRADEMARK

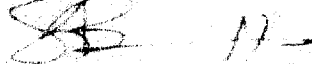
REEL: 1890 FRAME: 0895

Corporation have approved the Merger and the Merger Agreement. Because Banc One Kentucky Corporation is a wholly owned subsidiary of BANC ONE CORPORATION, under applicable laws of the Commonwealth of Kentucky and the State of Ohio, neither the shareholders of BANC ONE CORPORATION nor Banc One Kentucky Corporation are required to approve the Merger or the Merger Agreement in order for the Merger to become effective.

- (7) BANC ONE CORPORATION, as the only shareholder of Banc One Kentucky Corporation, has waived the mailing of a copy of the Merger Agreement as otherwise required by KRS 271B.11-040.
- (8) Following the effective time of the Merger, BANC ONE CORPORATION, as the Surviving Corporation, will have a principal office at 100 East Broad Street, Columbus, Ohio 43271, and (i) appoints the Secretary of State of the Commonwealth of Kentucky as its agent for service of process in any proceeding to enforce any obligation or the rights of dissenting shareholders of Banc One Kentucky Corporation; (ii) agrees that it will promptly pay to any dissenting shareholders of Banc One Kentucky Corporation the amounts, if any, to which such shareholders are entitled under the provisions of Subtitle 13 of KRS Chapter 271B; and (iii) agrees, to the extent required by Section 200 of the Kentucky Constitution, that the courts of the Commonwealth of Kentucky shall retain jurisdiction over that part of the corporate property of Banc One Kentucky Corporation within the limits of the Commonwealth of Kentucky in all matters which may arise, as if the Merger had not taken place.
- (9) The effective date of the Merger is February 28, 1998.

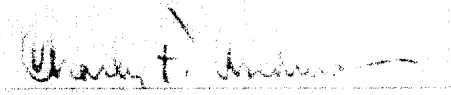
IN WITNESS WHEREOF, BANC ONE CORPORATION has caused these Articles of Merger to be signed by Steven A. Bennett, its Senior Vice president, and attested by Charles F. Andrews, its Assistant Secretary, on the 11 day of February, 1998.

BANC ONE CORPORATION



Steven A. Bennett
its Senior Vice President

ATTEST

By: 
Charles F. Andrews
its Assistant Secretary

2-13-98
