

FORM PTO-1594 (Rev. 6-93)

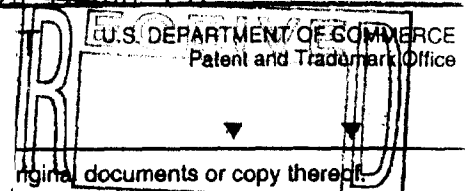
OMB No. 0651-0011 (exp. 4/94)

RECORD
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09-15-1999



101146397



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To the Honorable Commissioner of Patents at

original documents or copy thereof

1. Name of conveying party(ies):

BankAmerica Corporation (DE)
NationsBank Corporation (DE)

- Individual(s)
- General Partnership
- Corporation-State Delaware
- 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: September 30, 1998

2. Name and address of receiving party(ies)

Name: BankAmerica Corporation

Internal Address:

Street Address: 101 South Tryon Street

City: Charlotte State: NC ZIP: 28255

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

SEE ATTACHED SCHEDULE "A"

Additional numbers attached? Yes No

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

Name: Martha Gayle Barber, Esq.

ALSTON & BIRD LLP

Internal Address: P.O. Drawer 34009

Street Address: 1211 E. Morehead Street

City: Charlotte State: NC ZIP: 28234

09/16/1999 DNGUYEN 00000010 2097514

6. Total number of applications and registrations involved: 306

7. Total fee (37 CFR 3.41).....\$ 7665.00

Enclosed

Authorized to be charged to deposit account

If additional fees are needed please use:

8. Deposit account number:

16-0605

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

01 FC:481 40.00 OP
02 FC:482 7625.00 OP

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.

Martha Gayle Barber

Name of Person Signing

Martha Gayle Barber
Signature

Sept. 10, 1999

Date

Total number of pages including cover sheet, attachments, and document: 23

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231

TRADEMARK
REEL: 001955 FRAME: 0364

SCHEDULE "A"

<u>MARK</u>	<u>REGISTRATION NO.</u>	<u>ISSUED</u>
1 & Design	2,097,514	9-16-97
A B-OF-A COMMUNIQUE	1,602,171	6-19-90
ACCESS LOANS	2,023,493	12-17-96
ACCOUNT-BY-PHONE	1,815,571	1-4-94
ACCOUNTAMERICA	2,171,994	7-7-98
ACE & Design	1,862,060	11-8-94
ADVANTAGE BUSINESS CREDIT	1,915,382	8-29-95
ADVANTAGE PLUS	1,488,787	5-17-88
ALLPAY	1,909,456	8-1-95
ALPHA	1,543,850	6-13-89
APOLLO	1,524,830	2-14-89
ASB	1,611,534	8-28-90
ASB CAPITAL MANAGEMENT, INC.	1,539,572	5-16-89
ATM CASH & Design	1,872,108	1-3-95
AUTO-INVEST	1,728,136	10-27-92
AVS	2,069,247	6-10-97
B OF A	847,761	4-16-68
BAIMCO	1,158,384	6-23-81
BAMTRAC	1,097,706	7-25-78
BANCAMERICA	2,134,374	2-3-98

BANKING WITH A GLOBAL FORCE	2,267,320	8-3-99
BANK OF AMERICA NATIONAL TRUST & SAVINGS	523,612	4-4-50
BANK OF THE SOUTH	1,237,647	5-10-83
BANK ON THE LEADER	1,294,929	9-11-84
BANK ON THE LEADER & Design	1,303,100	10-30-84
BANKAMERICARD	926,871	1-11-72
BANKAMERICARD	696,899	4-26-60
BANKAMERICHOICE	2,088,577	8-19-97
BANKAMERILEASE	1,157,565	6-9-81
BANKAMERI LEASE & Design	1,265,982	1-31-84
BANKAMERI LEASE PLUS & Design	1,160,287	7-7-81
BANKAMERICAN	1,204,486	8-10-82
BANKAMERICARD	845,618	3-5-68
BANKAMERINET	1,399,835	7-1-86
BANKAMERISHARE	1,227,769	2-15-83
BANKAMERITAX	1,570,241	12-5-89
BANKER ON CALL	2,000,458	9-10-96
BANK SOUTH	1,312,630	1-1-85
BANKWINDOW	1,478,989	3-1-88
BARNETT	1,644,601	5-14-91

BARNETT & Design	2,069,161	6-10-97
BARNETT BANK	1,334,689	5-7-85
BARNETT CAPITAL ADVISORS.	2,114,736	11-18-97
BARNETT IS FLORIDA'S BANK	1,348,510	7-9-85
BASELINE CHECKING	1,502,497	8-30-88
BHELP	2,253,731	6-15-99
Bird in Flight Design	1,378,631	1-14-86
BOATMEN'S	1,153,377	5-5-81
BOATMEN'S HOMEQUITY	1,343,249	6-18-85
BOATMEN'S INVESTMENT SERVICES	1,305,300	11-13-84
BUILD YOUR OWN BANK	2,146,457	3-24-98
BUSINESS CONNECT	1,903,004	7-4-95
BUSINESS CONNECTION	1,434,201	3-24-87
BUSINESS MAXIMIZER	2,145,173	3-17-98
BUYER READY	2,204,030	11-17-98
BYOB	2,149,476	4-7-98
C & Design	1,812,398	12-21-93
CASH FLOW	1,188,630	2-2-82
CASH FLOW PLUS	1,528,630	3-7-89
CASHCOLLECT	1,605,940	7-10-90
CASH MAXIMIZER	1,386,266	3-11-86
CASHPAY	1,605,941	7-10-90

CASINO CASH	1,885,259	3-21-95
CASINO CASH PLUS	2,224,388	2-16-99
CENTERRE	1,209,997	9-21-82
CENTRIC	1,336,082	5-14-85
CERCA DE TI	2,053,525	4-15-97
CHECK-UP BANKING	2,051,218	4-8-97
CHILD CARE PLUS	1,628,600	12-18-90
COMO TENER UN BANQUERO EN LA FAMILIA	1,910,797	8-8-95
COMPANY ADVANTAGE	2,002,442	9-24-96
CONFIRM	1,155,037	5-19-81
CONFIRMICRO	1,426,036	1-20-87
CONTINENTAL BANK	1,818,167	1-25-94
COOL CHECKING	2,170,883	7-7-98
COR	1,316,102	1-22-85
CORE	1,944,863	1-2-96
CORPORATE CALL	2,263,049	7-20-99
CREDIT LINE	1,008,469	4-8-75
CREDITQUICK & Design	1,644,604	5-14-91
CUSTOMLINE	1,520,133	1-10-89
CYNERGY	1,384,653	2-25-86
DAILY ADVANTAGE	1,861,176	11-1-94
DAILY CHOICE	1,894,692	5-16-95

DELUXE BANKING	1,049,206	9-28-76
DOCUTRAC	1,140,975	10-28-80
Dome Design	2,021,042	12-3-96
EAGLES	1,464,844	11-10-87
EASY (Stylized)	2,104,489	10-14-97
EASY L/C	2,025,124	12-24-96
EASY MOVERS	2,209,706	12-8-98
EMPLOYEE ADVANTAGE	1,665,225	11-19-91
EQUITY ADVANCE	2,034,945	2-4-97
EQUITY ELECT	1,996,650	8-27-96
EQUITY MAXIMIZER	1,580,487	1-30-90
EQUITY XTRA	1,996,651	8-27-96
ERIN	2,137,916	2-17-98
EXPECT	1,830,581	4-12-94
EXPORTEDGE	1,665,240	11-19-91
EXTRA CHECKING	1,232,165	3-22-83
FAIR LENDING CHALLENGE	2,259,890	7-6-99
FAN CASH	2,161,737	6-2-98
FANCASH	2,141,456	3-3-98
FANTASTIC PLASTIC	2,092,272	8-26-97
FANTASTIC PLASTIC	2,161,738	6-2-98
FASTRADE	1,996,499	8-27-96
FEEL THE MILES	2,211,918	12-15-98

FICS	1,936,420	11-21-95
FIRST LINE OF CREDIT	1,986,621	7-16-96
FLEXLOCK	2,040,170	2-25-97
FOR OUR CUSTOMERS	1,819,913	2-8-94
FRANK THE MOUSE	2,081,268	7-22-97
FUNDSWEEP	1,906,775	7-18-95
GLOBAL CHEQUE	1,604,924	7-3-90
Global Map Design	1,398,829	6-24-86
Global Map Design	1,399,816	7-1-86
Global Map Design	1,162,185	7-21-81
GREENING OUR NEIGHBORHOOD	2,029,984	1-14-97
GREENING OUR NEIGHBORHOOD	2,029,985	1-14-97
HATTERAS FUNDS	2,080,572	7-22-97
HEAR THE MILES	2,211,917	12-15-98
HOMEQUITY BOATMEN'S & Design	1,359,647	9-10-85
HOMETOWN HOPEFULS	1,981,618	6-18-96
Human & Computer Mouse Design	2,114,721	11-18-97
IDEAS FOR THE WAY YOU LIVE	2,117,731	12-2-97
IDEAS IN ACTION	1,330,001	4-9-85
IMAGE ONSITE	2,122,209	12-16-97

IMPORTEDGE	1,985,130	7-9-96
INITIALINE	1,174,535	10-20-81
INTELLIBROKER	2,062,259	5-13-97
INTEREST MAXIMIZER	1,699,385	7-7-92
INVESTCREDIT	1,973,490	5-7-96
INVESTORS RESERVE	1,634,344	2-5-91
JAMMIN' HOOPS CAMP	2,117,224	12-2-97
LOOK TO THE LEADER	1,293,245	9-4-84
MERCATOR Map Design	1,191,827	3-9-82
MICROEXCHANGE	1,647,268	6-11-91
MICROSTAR	1,293,246	9-4-84
MICROTRADE	1,458,814	9-22-87
MICROWIRE	1,337,189	5-21-85
MICROWORLD	1,312,602	1-1-85
MIND YOUR MONEY	1,998,781	9-3-96
MIND YOUR MONEY	2,261,113	7-13-99
Miscellaneous Design	1,213,467	10-19-8
Blue Chip Design	1,171,596	9-29-81
MNC FINANCIAL	1,463,081	10-27-87
MODEL BANKING	2,120,250	12-9-97
MONEY-BY-MAIL	1,376,724	12-31-85
MONEYTALK	1,747,416	1-19-93
MORTGAGE ADVANTAGE	1,620,374	10-30-90

MRA	2,215,168	12-29-98
NATIONS CREDIT	1,870,786	12-27-94
NATIONS FUND D.I.A.L.	2,037,537	2-11-97
NATIONS FUND DIRECT	2,035,990	2-4-97
NATIONS FUND PERSONAL INVESTMENT PLANNER	2,041,032	2-25-97
NATIONS FUND PORTFOLIO	2,144,910	3-17-98
NATIONS FUNDS & Design	1,766,925	4-20-93
NATIONS FUNDS FUNDAMENTAL MUTUAL INSIGHT	2,169,841	6-30-98
NATIONS' CARE	2,103,701	10-7-97
NATIONSBANC	2,251,512	6-8-99
NATIONSBANC INVESTMENTS	2,159,578	5-19-98
NATIONSBANC INVESTMENTS, INC. FOCUS	2,181,856	8-18-98
NATIONSBANK	1,688,466	5-19-92
NATIONSBANK	2,199,561	10-27-98
NATIONSBANK	1,976,832	5-28-96
NATIONSBANK ADVANTAGE	2,006,839	10-8-96
NATIONSBANK ADVANTAGE FOR SENIORS	2,006,840	10-8-96
NATIONSBANK AT WORK	2,044,660	3-11-97

NATIONSBANK BUSINESS CREDIT LINE	2,082,301	7-22-97
NATIONSBANK CASH CARD	2,062,232	5-13-97
NATIONSBANK CHECKCARD	1,874,822	1-17-95
NATIONSBANK CREDITLINES	2,067,760	6-3-97
NATIONSBANK CUSTOM SAVINGS	2,053,154	4-15-97
NATIONSBANK CUSTOMER CONNECTION	2,157,158	5-12-98
NATIONSBANK EQUITY BUILDER MORTGAGE	1,996,096	8-20-96
NATIONSBANK EQUITY CREDITLINE	2,035,989	2-4-97
NATIONSBANK EXPRESS ACCOUNT	2,058,164	4-29-97
NATIONSBANK GROUP BANKING	2,056,043	4-22-97
NATIONSBANK PERSONAL CREDITLINE	2,051,210	4-8-97
NATIONSBANK PREMIUM CREDITLINE	2,030,745	1-14-97
NATIONSBANK PRIVATE CLIENT GROUP	2,142,904	3-10-98
NATIONSBANK PRIVATE INVESTMENTS	2,192,871	9-29-98
NATIONSBANK SELECT	1,922,429	9-26-95

NATIONSBANK SENIOR ECONOMY CHECKING	1,998,716	9-3-96
NATIONSBANK STUDENT BANKING	2,010,754	10-22-96
NATIONSBANK TAXSMART PREMIUM CREDITLINE	2,059,896	5-6-97
NATIONSBANK TRUST SOLUTIONS PERSONAL PORTFOLIO	2,154,259	4-28-98
NATIONSCREDIT	2,184,421	8-25-98
NATIONSLINK	2,087,713	8-12-97
NATIONSSECURITIES	2,107,526	10-21-97
NATIONSSECURITIES PERSONAL INVESTMENT ACCOUNT	1,921,156	9-19-95
NCNB	989,408	7-30-74
NEIGHBORHOOD ADVANTAGE	1,639,961	4-2-91
NET 5	1,990,365	7-30-96
NOW YOUR NEIGHBORHOOD IS OUR NEIGHBORHOOD	1,997,604	8-27-96
NUCREDIT	2,014,800	11-12-96
OMEGA VENTURES	2,270,512	8-18-99
ONE 1 CARD	1,292,523	8-28-84
OPEN TO NEW IDEAS SEVEN DAYS A WEEK	2,065,370	5-27-97
OPPORTUNITYLINE	1,658,494	9-24-91
OPTION TWENTY FOUR	1,207,498	9-7-82

OPTION TWENTY-FOUR	1,294,890	9-11-84
OPTIONS PLUS	1,886,282	3-28-95
OARS	1,652,599	7-30-91
PAY AND CHECK Design	2,129,867	1-20-98
THE PAYMENT NETWORK	1,382,654	2-11-86
PAYONLY	2,093,640	9-2-97
PB PRIVATE BANKING & Design	1,323,698	3-5-85
PERKPAK	1,901,909	6-27-95
PHOTO CHECK	1,417,423	11-18-86
PLASTIC CHECK	1,178,468	11-17-81
PORTFOLIO EDGE	2,071,108	6-17-97
POWER IN MOTION	2,173,089	7-14-98
PREFERRED INVESTMENT ACCOUNT	2,021,524	12-3-96
PREFERRED OPTIONS	1,924,078	10-3-95
PREMIER FIRST	2,129,897	1-20-98
PREMIERLINE	1,969,427	4-23-96
PREMIUM OPTIONS	1,924,079	10-3-95
PRIMA	1,702,618	7-21-92
PRIVATE CHEQUE	1,793,873	9-21-93
PRIVATE RESERVE	1,658,508	9-24-90
PRIVATE RESOURCE	1,893,335	5-9-95

PRO BUSINESS BANKING	2,124,510	12-23-97
PUSH BUTTON BANKING	2,151,292	4-14-98
PUT THEIR FUTURE IN MOTION	2,242,054	4-27-99
PUT YOUR DREAMS IN MOTION	2,243,728	5-4-99
PUT YOUR FUTURE IN MOTION	2,243,727	5-4-99
PUT YOUR LIFE IN MOTION	2,242,055	4-27-99
QBD	1,619,048	10-23-90
QUICK BUSINESS DEPOSIT	1,649,850	7-2-91
QUICK LOOK	1,702,624	7-21-92
QUOTE BY PHONE	2,146,816	3-24-98
RAPIDPAY	1,524,831	2-14-89
RATE BUILDER CD	1,534,641	4-11-89
REALEASE	1,935,929	11-14-95
REELBOX	2,086,554	8-5-97
REPO PLUS	1,850,867	8-23-94
REWARD YOURSELF	1,999,364	9-10-96
RUNNING ON EMPTY	2,070,869	6-10-97
SAFEAMERICA	1,368,092	10-29-85
SAFEWIRE	1,654,492	8-20-91
S.W.I.F.T.	2,073,757	6-24-97
SEAFIRST	1,591,289	4-10-90

SEATTLE-FIRST NATIONAL BANK	2,140,257	3-3-98
SECUR-PAY	1,227,777	2-15-83
SECURITY PACIFIC	1,628,014	12-18-90
SECURITY PACIFIC	1,305,305	11-13-84
SELECTLINE	1,103,202	9-26-78
SELLING EDGE	2,076,416	7-1-97
SENIOR PARTNERS	1,334,688	5-7-85
SIMPLE ADVANTAGE	2,135,065	2-3-98
SMALL BUSINESS EASY LINK & Design	2,096,535	9-16-97
SMALL BUSINESS REPORTER	1,132,689	4-8-80
SMALL BUSINESS REPORTER & Design	1,414,197	10-21-86
SMART PORTFOLIO	2,154,188	4-28-98
SMELL THE MILES	2,215,496	12-29-98
SOVRAN	1,319,830	2-12-85
SOVRAN CREDIT CORPORATION	1,319,828	2-12-85
SOVRAN FINANCIAL CORPORATION	1,313,858	1-8-85
SP (Stylized)	1,335,896	5-14-85
Steamboat Design	1,098,326	8-1-78
STUDENT MAXIMIZER	2,257,866	6-29-99
SUNRISE STATEMENT	2,052,365	4-15-97

SUPER CARD	1,525,571	2-21-89
SUPER FAST BANKING	2,051,049	4-8-97
SUPER TELLER	1,551,245	8-8-89
SUPERPAY	1,894,693	5-16-95
SURE CHOICE	2,014,268	11-5-96
SURELOCK	2,021,403	12-3-96
SURELOCK	2,021,410	12-3-96
SURE-THING CD	1,663,640	11-5-91
SUREReward	2,046,531	3-18-97
SWIFT NB & Frank the Mouse Design	2,069,568	6-10-97
SWIFTCHECK	1,830,883	4-12-94
TAKE OWNERSHIP	2,172,321	7-14-98
TASTE THE MILES	2,211,916	12-15-98
TAXSMART	1,643,891	5-7-91
THE CAPITOL MUTUAL FUNDS	2,080,925	7-22-97
THE CARD THAT REWARDS YOU FOR YOUR BUSINESS	1,978,863	6-4-96
THE CIRCULAR	1,245,674	7-12-83
THE COLLECTION NETWORK	1,936,732	11-21-95
THE FINANCIAL EDGE	1,160,906	7-14-81
THE MOST VALUABLE CARD IN YOUR WALLET	1,452,505	8-11-87

THE POWER TO MAKE A DIFFERENCE	1,850,028	8-16-94
TIME HORIZON FUNDS & Design	2,128,260	1-13-98
TIME SYSTEM	2,156,442	5-12-98
TIMESAVER SPACESAVER	1,326,295	3-19-85
TOUCHPAY	1,896,477	5-30-95
TOUCHTAX	1,849,596	8-9-94
TRADESTREET INVESTMENT ASSOCIATES	2,045,122	3-11-97
TRADEXPRESS	1,361,058	9-17-85
TREASURY 10	2,093,641	9-2-97
TREASURY 3	1,892,741	5-2-95
TREASURY 5	1,892,742	5-2-95
TREASURY 7	1,889,436	4-11-95
TRUSTAMERICA	2,087,013	8-12-97
V-SHAPED BANDS	1,164,913	8-11-81
VA CON AMERICA	1,826,608	3-15-94
VALUERATE	1,961,851	3-12-96
WANDA	1,987,649	7-16-96
WORKPERK	2,035,304	2-4-97
WORLD CARD	1,408,880	9-9-86
WORLD HORIZON	1,963,554	3-19-96
WORLDMONEY	2,002,288	9-24-96

**WRITE YOUR OWN LOAN
KIT**

1,376,723

12-31-85

YOUR BANK FOR LIFE

1,947,978

1-16-96

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"BANKAMERICA CORPORATION", A DELAWARE CORPORATION,
WITH AND INTO "NATIONSBANK CORPORATION" UNDER THE NAME OF
"BANKAMERICA CORPORATION", A CORPORATION ORGANIZED AND EXISTING
UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED
IN THIS OFFICE THE THIRTIETH DAY OF SEPTEMBER, A.D. 1998, AT
10:45 O'CLOCK A.M.



2927442 8100M

991298535

A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

AUTHENTICATION: 9883187

DATE: 07-23-99

TRADEMARK
REEL: 001955 FRAME: 0381

CERTIFICATE OF MERGER

of

BANKAMERICA CORPORATION

with and into

NATIONSBANK CORPORATION

Pursuant to Section 251 of the General Corporation Law of the State of Delaware, BankAmerica Corporation, a Delaware corporation, and NationsBank Corporation, a Delaware corporation,

DO HEREBY CERTIFY:

FIRST: That the name and state of incorporation of each of the constituent corporations of the merger herein certified (the "Merger") are as follows:

<u>Name</u>	<u>State of Incorporation</u>
BankAmerica Corporation	Delaware
NationsBank Corporation	Delaware

SECOND: That an Agreement and Plan of Reorganization (the "Merger Agreement") between the parties to the 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: That the surviving corporation of the Merger is NationsBank Corporation, a Delaware corporation.

FOURTH: That the certificate of incorporation of NationsBank Corporation shall be the certificate of incorporation of the surviving corporation, except that Article 1 thereof shall be amended to read in its entirety as follows: "The name of the surviving corporation shall be BankAmerica Corporation."

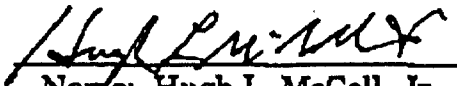
FIFTH: That the executed Merger Agreement is on file at an office of the surviving corporation. The address of this office is NationsBank Corporate Center, 100 N. Tryon St.; Charlotte, North Carolina 28255.

SIXTH: That a copy of the Merger Agreement will be furnished by the surviving corporation, on request and without cost, to any stockholder of any constituent corporation.

SEVENTH: That this Certificate of Merger shall be effective at 4:30 p.m. on September 30, 1998.

Dated: September 30, 1998

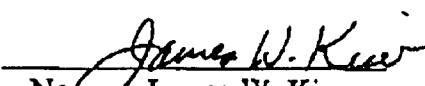
NationsBank Corporation

By: 

Name: Hugh L. McColl, Jr.

Title: Chairman and
Chief Executive Officer

ATTEST:

By: 

Name: James W. Kiser

Title: Secretary