

SCHEDULE "A"

<u>MARK</u>	<u>REGISTRATION NO.</u>	<u>ISSUED</u>
ACE & Design	1,862,060	11-8-94
ALLPAY	1,909,456	8-1-95
ASB	1,611,534	8-28-90
ASB CAPITAL MANAGEMENT, INC.	1,539,572	5-16-89
BANKING WITH A GLOBAL FORCE	2,267,320	8-3-99
BANK OF THE SOUTH	1,237,647	5-10-83
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
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
BUYER READY	2,204,030	11-17-98

CASH FLOW	1,188,630	2-2-82
CASH FLOW PLUS	1,528,630	3-7-89
CASHCOLLECT	1,605,940	7-10-90
CASHPAY	1,605,941	7-10-90
CENTERRE	1,209,997	9-21-82
CENTRIC	1,336,082	5-14-85
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
COOL CHECKING	2,170,883	7-7-98
CREDIT LINE	1,008,469	4-8-75
CREDITQUICK & Design	1,644,604	5-14-91
CYNERGY	1,384,653	2-25-86
DAILY CHOICE	1,894,692	5-16-95
DELUXE BANKING	1,049,206	9-28-76
Dome Design	2,021,042	12-3-96
EASY (Stylized)	2,104,489	10-14-97
EASY L/C	2,025,124	12-24-96
EMPLOYEE ADVANTAGE	1,665,225	11-19-91
ERIN	2,137,916	2-17-98
EXPORTEDGE	1,665,240	11-19-91
EXTRA CHECKING	1,232,165	3-22-83

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
FEEL THE MILES	2,211,918	12-15-98
FIRST LINE OF CREDIT	1,986,621	7-16-96
FRANK THE MOUSE	2,081,268	7-22-97
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
IDEAS FOR THE WAY YOU LIVE	2,117,731	12-2-97
IMPORTEDGE	1,985,130	7-9-96
INTELLIBROKER	2,062,259	5-13-97
INVESTORS RESERVE	1,634,344	2-5-91
Miscellaneous Design	1,213,467	10-19-82
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
MORTGAGE ADVANTAGE	1,620,374	10-30-90
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
NUCREDIT	2,014,800	11-12-96
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
PB PRIVATE BANKING & Design	1,323,698	3-5-85
PLASTIC CHECK	1,178,468	11-17-81
PREFERRED INVESTMENT ACCOUNT	2,021,524	12-3-96
PREFERRED OPTIONS	1,924,078	10-3-95
PREMIUM OPTIONS	1,924,079	10-3-95

PRO BUSINESS BANKING	2,124,510	12-23-97
PUSH BUTTON BANKING	2,151,292	4-14-98
REALEASE	1,935,929	11-14-95
REELBOX	2,086,554	8-5-97
REPO PLUS	1,850,867	8-23-94
RUNNING ON EMPTY	2,070,869	6-10-97
S.W.I.F.T.	2,073,757	6-24-97
SELECTLINE	1,103,202	9-26-78
SENIOR PARTNERS	1,334,688	5-7-85
SMALL BUSINESS EASY LINK & Design	2,096,535	9-16-97
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
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-THING CD	1,663,640	11-5-91
SWIFT NB & Frank the Mouse Design	2,069,568	6-10-97
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 FINANCIAL EDGE	1,160,906	7-14-81
THE POWER TO MAKE A DIFFERENCE	1,850,028	8-16-94
TRADESTREET INVESTMENT ASSOCIATES	2,045,122	3-11-97
WORLD CARD	1,408,880	9-9-86
YOUR BANK FOR LIFE	1,947,978	1-16-96

State of Delaware
Office of the Secretary of State

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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:

"NATIONSBANK CORPORATION", A NORTH CAROLINA CORPORATION, WITH AND INTO "NATIONSBANK (DE) CORPORATION" UNDER THE NAME OF "NATIONSBANK CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-FIFTH DAY OF SEPTEMBER, A.D. 1998, AT 11:15 O'CLOCK A.M.



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991298530

Handwritten signature of Edward J. Freel in cursive script.

Edward J. Freel, Secretary of State

AUTHENTICATION: 9882896

DATE: 07-23-99

TRADEMARK
REEL: 001956 FRAME: 0153

CERTIFICATE OF MERGER

of

NATIONSBANK CORPORATION

with and into

NATIONSBANK (DE) CORPORATION

Pursuant to Section 252 of the General Corporation Law of the State of Delaware ("Section 252"), NationsBank Corporation, a North Carolina corporation ("NationsBank"), and NationsBank (DE) Corporation, a Delaware corporation ("NationsBank (DE)"),

DO HEREBY CERTIFY:

FIRST: That the name and state of incorporation of each of the constituent corporations of the merger herein certified is as follows:

<u>Name</u>	<u>State of Incorporation</u>
NationsBank Corporation	North Carolina
NationsBank (DE) Corporation	Delaware

SECOND: That an agreement of merger (the "Plan of Reincorporation Merger") between the parties to the merger herein certified (the "Merger") has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of Section 252 of the General Corporation Law of the State of Delaware.

THIRD: That the surviving corporation of the Merger is NationsBank (DE) Corporation, Delaware corporation.

FOURTH: That the Certificate of Incorporation of the surviving corporation shall be the Certificate of Incorporation of NationsBank (DE) Corporation, except that Article 1 thereof shall be amended to read in full as follows: "The name of the Corporation is NationsBank Corporation."

FIFTH: That the executed Plan of Reincorporation Merger 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 Plan of Reincorporation Merger will be furnished by the surviving corporation, on request and without cost, to any stockholder of any constituent corporation.

SEVENTH: That the authorized capital stock of NationsBank Corporation is 1,250,000,000 shares of common stock, without par value, and 45,000,000 share of preferred stock, without par value.

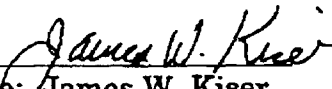
EIGHTH: That this Certificate of Merger shall be effective at 4:30 p.m. on September 25, 1998.

Dated: September 25, 1998

NationsBank (DE) Corporation

By: 
Name: Hugh L. McColl, Jr.
Title: Chairman and
Chief Executive Officer

ATTEST:

By: 
Name: James W. Kiser
Title: Secretary